

N04000004145

(Requestor's Name)

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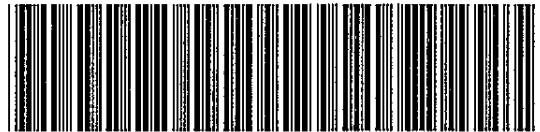
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SECRETARY OF STATE  
TALLAHASSEE, FL

5-8

**Beyond Horizons  
Children's Foundation, Inc.**

9974 SW 224<sup>th</sup> Street  
Ste 302  
Miami, FL 33190-1597

April 30, 2004

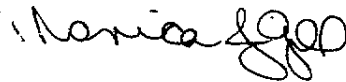
Amendment Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find a request for the amendment of Articles of Corporation of Beyond Horizons Children's Foundation, Inc. Our Document Number is N04000004145. Also enclosed is a check in the amount of \$43.75, which includes the filing fee for the Articles of Amendment and for a certified copy of the Amendment.

Should you need further information please feel free to contact us at the above address or at 305.278.4790.

Sincerely,



Monica J. Gill  
Executive Director

**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**of**  
**BEYOND HORIZONS**  
**CHILDREN'S FOUNDATION, INC.**

Document Number: N04000004145

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation.*

**FIRST:** Amendment(s) adopted:

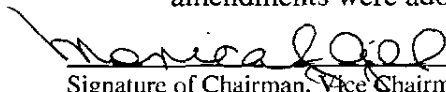
ARTICLE I -	Being Amended
ARTICLE II -	Being Amended
ARTICLE III -	Being Amended
ARTICLE IV -	Being Amended
ARTICLE I -	Being Amended
ARTICLE V -	Being Amended
ARTICLE VI -	Being Amended
ARTICLE VII -	Being Amended
ARTICLE VIII -	Being Amended
ARTICLE IX -	Being Added
ARTICLE X -	Being Added
ARTICLE XI -	Being Added
ARTICLE XII -	Being Added
ARTICLE XIII -	Being Added
ARTICLE XIV -	Being Added
ARTICLE XV -	Being Added
ARTICLE XVI -	Being Added

**FILED**  
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TALLAHASSEE, FLORIDA

**SECOND:** The date of adoption of the amendments was April 27, 2004:

**THIRD:** Adoption of Amendment

- There are no members entitled to vote on the amendment. The amendments were adopted by the Board of Directors.



\_\_\_\_\_  
Signature of Chairman, Vice Chairman, President or other officer

Monica J. Gill

\_\_\_\_\_  
Typed or printed name

Executive Director, April 30, 2004

\_\_\_\_\_  
Title, Date

**Articles of Incorporation  
of  
BEYOND HORIZONS CHILDREN'S FOUNDATION, INC.  
A Non-Profit Corporation**

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

**Article I – Name**

The name of this corporation shall be BEYOND HORIZONS CHILDREN'S FOUNDATION, INC., (hereinafter the "Corporation").

**Article II – Principal Office**

The principal place of business address:

9974 SW 224<sup>th</sup> Street  
Ste 302  
Miami, FL 33190-1597

The mailing address of the Corporation is:

9974 SW 224<sup>th</sup> Street  
Ste 302  
Miami, FL 33190-1597

**Article III – Purpose of Corporation**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Article IV – Prohibitions**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or otherwise private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and the Corporation shall not

participate in, or intervene (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal tax income under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation's contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **Article V – Directors**

The number of Directors of the Corporation shall be three (3) and the names and addresses of the Directors of the Corporation are as follows:

Monica J. Gill  
9974 SW 224<sup>th</sup> Street  
Ste 302  
Miami, FL 33190-1597

Porfirio A. Diaz  
9974 SW 224<sup>th</sup> Street  
Ste 302  
Miami, FL 33190-1597

Eileen Rodriguez  
355 SW 133<sup>rd</sup> Court  
Miami, FL 33184

### **Article VI – Officers**

The Officers of the Corporation shall be:

President:	Monica J. Gill
Vice President:	Porfirio A. Diaz
Secretary:	Eileen Rodriguez
Treasurer:	Monica J. Gill

### **Article VII – Term of Existence**

The Corporation shall have perpetual existence.

### **Article VIII – Capital Stock**

The Corporation shall have no capital stock.

### **Article IX – Qualifications**

The classes, rights, privileges, qualifications and obligations of the Officers of the Corporation shall be as set forth in and regulated by the Bylaws of the Corporation.

### **Article X – Liabilities for Debts**

Neither the members of the Board of Directors nor the Officers of the Corporation shall be liable for the debts of the Corporation.

### **Article XI – Incorporator**

The name and address of the Incorporator of the Corporation is:

Porfirio A. Diaz  
9974 SW 224<sup>th</sup> Street  
Ste 302  
Miami, FL 33190-1597

### **Article XII – Registered Agent**

The name and address of the Registered Agent of the Corporation is:

Monica J. Gill  
9974 SW 224<sup>th</sup> Street  
Ste 302  
Miami, FL 33190-1597

### **Article XIII – Effective Date**

The effective date for the Corporation shall be April 27, 2004

### **Article XIV – Amendment**

Articles of Amendment must be adopted in accordance with Florida Law. The bylaws may be amended at anytime by a vote of the majority of Directors at a meeting where a quorum is present.

### **Article XV – Indemnification**

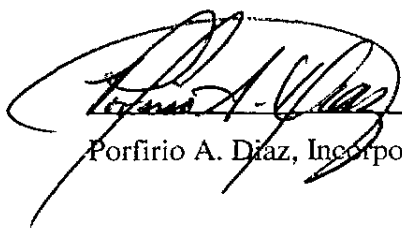
The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director,

officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the Board of Directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standards of conduct set forth by the Board of Directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and/or agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation may also pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not otherwise be affected. All references in these Articles of Incorporation to "director," "officer," "employee," and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

## **Article XVI – Dissolution**

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any assets not so disposed of shall be disposed by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

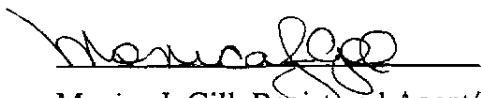
**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 27<sup>th</sup> day of April, 2004.



Porfirio A. Diaz, Incorporator/Vice President

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Monica J. Gill having been designated as the Registered Agent in the above and foregoing Articles of Incorporation is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.



Monica J. Gill, Registered Agent/President