

# No4000009211

(Requestor's Name)

(Address)

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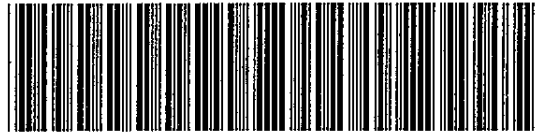
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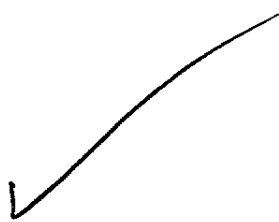
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TALLAHASSEE, FLORIDA



204-33812  
9/11

**LITTLE PEARLS ADOPTION AGENCY, INC.**

306 E. Tyler Street #100  
Tampa, FL 33602  
(727) 388-0312 phone  
(727) 898-6920 fax

RECEIVED

04 SEP 27 AM 10:28

DEPT. OF STATE

September 13, 2004

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Little Pearls Adoption Agency, Inc.  
Ref No. W04000033212

To whom it may concern:

Pursuant to your request of September 1, 2004, enclosed please find the following:

1. Affidavit of Richard B. Feinberg;
2. original and one copy of Articles of Incorporation dated August 3, 2004; and
3. copy of correspondence dated September 1, 2004.

Should you require any additional information or have any questions regarding the enclosed, please do not hesitate to contact Mr. Feinberg at (813) 404-2901.

Sincerely,



Linda B. Delaune  
Assistant to Richard B. Feinberg

lId  
enclosures

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TALLAHASSEE, FLORIDA

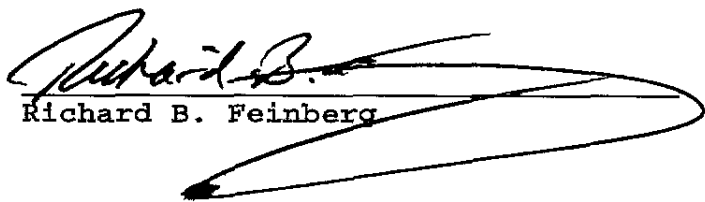
AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

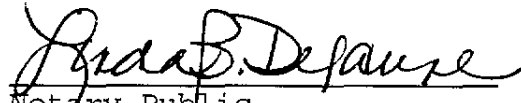
BEFORE ME, the undersigned, personally appeared, Richard B. Feinberg who, being first sworn, deposes and says:

1. I am over eighteen years of age and competent to execute this Affidavit.
2. My mailing address is 306 E. Tyler Street #200, Tampa, FL 33602, and I can be reached telephonically at (813) 404-2905.
3. I am the President of Little Pearls Adoption Agency, Inc., a Florida for-profit corporation, which was incorporated on February 6, 2004 (Document No. P04000025624), and subsequently voluntarily dissolved on August 5, 2004.
4. I have personal knowledge of the facts stated herein.
5. Little Pearls Adoption Agency, Inc. has no intention of revoking the dissolution obtained on August 5, 2004, and therefore releases the name for use to another entity.

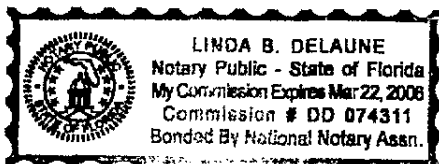
FURTHER AFFIANT SAYETH NAUGHT.

  
Richard B. Feinberg

Sworn to and subscribed  
before me this 10 day of  
Sept, 2004.

  
Notary Public  
LINDA B. DELAUNE  
Print Name of Notary

My Commission Expires:



ARTICLES OF INCORPORATION  
OF  
LITTLE PEARLS ADOPTION AGENCY, INC.

PURSUANT TO CHAPTER 617.0202, FLORIDA STATUTES. (NOT FOR PROPOSAL)

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ARTICLE I

The name of the corporation shall be: Little Pearls Adoption Agency, Inc.

ARTICLE II

The principal place of business address of this corporation shall be: 306 E Tyler Street, Suite 100, Tampa, Florida, USA.

The mailing address of this corporation shall be: 306 E Tyler Street, Suite 100, Tampa, Florida, USA.

ARTICLE III

The purpose for which the corporation is organized shall be:

1. Said corporation/organization is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)
2. The corporation is a publicly supported organization as described in IRC Section 509 (a) (1) and 170 (b) (1) (A) (vi).
3. The corporation shall conduct any and all lawful activities that may or may not be mentioned above, for the furtherance or accomplishment of the foregoing purposes, provided that such activities would not endanger the Corporation's not-for-profit status under section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)
4. No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of Section 501(c)(3) purposes.
5. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
6. Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization

exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code) or (b) by a corporation/organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

7. Upon dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.
8. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation/organization shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

#### ARTICLE IV

The manner in which the directors are elected or appointed: The manner of election or appointment of directors shall be prescribed in the organization bylaws.

#### ARTICLE V

The names of the initial directors or officers shall be:

- |      |                                                                                                                 |                        |
|------|-----------------------------------------------------------------------------------------------------------------|------------------------|
| i.   | <u>Richard B. Feinberg, ESQ.</u><br><u>306 E. Tyler Street, Suite 300</u><br><u>Tampa, Florida, 33602, USA.</u> | Title: <u>Director</u> |
| ii.  | <u>Patrick R. Smith</u><br><u>306 E. Tyler Street, Suite 300</u><br><u>Tampa, Florida, 33602, USA.</u>          | Title: <u>Director</u> |
| iii. | <u>Mark Weiner</u><br><u>1211 N. Westshore, Suite 505</u><br><u>Tampa, Florida, 33607, USA.</u>                 | Title: <u>Director</u> |

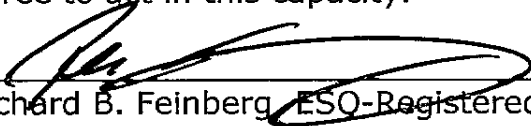
#### ARTICLE VI

The name of the initial registered agent and Florida street address:  
Richard B. Feinberg-306 E Tyler Street, Suite 100, Tampa, Florida, USA.

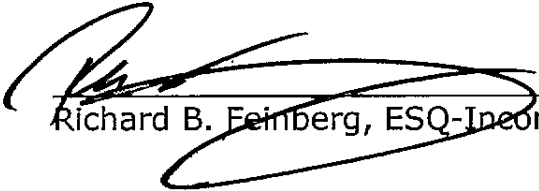
#### ARTICLE VII

The name and street address of the incorporator:  
Richard B. Feinberg-306 E Tyler Street, Suite 100, Tampa, Florida, USA.

having been named as the registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Richard B. Feinberg, ESQ-Registered Agent Signature

8/3/04  
Date

  
Richard B. Feinberg, ESQ-Incorporator Signature

8/3/04  
Date

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