

N06000001063

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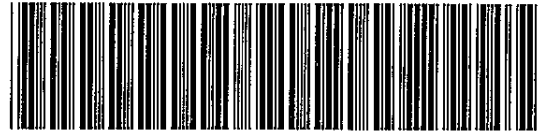
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 FEB 24 PM 1:52

FILED

*Amend - Restated
NIC
SFL*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ADVOCATES FOR CHILDREN AND ELDERS FLORIDA, INC.

DOCUMENT NUMBER: N06000001063

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOCELYN H BRUCE

(Name of Contact Person)

ADVOCATES FOR CHILDREN AND ELDERS FLORIDA, INC.

(Firm/ Company)

659 NE 125 Street

(Address)

North Miami, FL 33161

(City/ State and Zip Code)

For further information concerning this matter, please call:

Jocelyn H. Bruce

(Name of Contact Person)

at (305) 981-3232

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
06 FEB 24 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADVOCATES FOR CHILDREN AND ELDERS INTERNATIONAL FLORIDA
(Name of corporation as currently filed with the Florida Dept. of State)

N06000001068

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE I (Sections 1-5) Amended/Restated

ARTICLE II. Purposes (Sections 1-4) Restated

ARTICLE III/ Members and Officers (Sections 1 & 2) Restated

ARTICLE IV - Meetings (Sections 1-4) Added

ARTICLE V_ Finances (Sections 1-9) Restated

ARTICLE VI _ Indemnification (Added)

ARTICLE VII _ Amendments and Implementation (Added)

(Attach additional pages if necessary)
(continued)

The date of adoption of the amendment(s) was: January 30, 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature _____
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

JOCELYN H. BRUCE

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35

AMENDED / RESTATED
ARTICLES OF INCORPORATION
OF
Advocates for Children and Elders International
Florida, Inc.

A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - THE CORPORATION

SECTION 1. The name of the corporation is **Advocates for Children and Elders International - Florida, Inc.**, with **ACE** as an acronym that means **Advocates for Children and Elders**.

SECTION 2. The principal office of the corporation is located at 659 NE 125 Street, North Miami, FL 33161.

SECTION 3. The mailing address of the corporation is 659 NE 125 Street, North Miami, FL 33161.

SECTION 4. The corporation is a private not for profit entity, with the intent of also becoming tax exempt under Section 501(c)(3) of the Internal Revenue Code, subject to public auditing and accountability.

4A. The purposes for which **Advocated for Children and Elders International - Florida, Inc.** is organized are exclusively charitable within the meaning of section 501(c)(3) of the Internal Revenue Service Code or the corresponding provision of any future United States Internal Revenue Law.

4B. Notwithstanding any provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

SECTION 5. The existence of this Corporation shall commence upon the filing of its Articles of Incorporation by the Florida Department of State and shall continue in perpetuity.

ARTICLE II - PURPOSES

SECTION 1. The purposes for which this corporation is formed are:

- A. To protect the human rights and improve the lives of disadvantaged children and elders in the Philippines.
- B. To do any and all lawful activities for the furtherance and accomplishment of the above-mentioned purpose, either directly or indirectly, and either alone or in cooperation with others that share the same mission.

SECTION 2. The corporation is not organized nor shall it be operated for the primary purpose of

generating pecuniary gain or profit.

SECTION 3. All of the foregoing purposes and powers shall be exercised exclusively for charitable, educational or scientific purposes in such manner that the corporation shall qualify as an exempt organization under section 501 (c)(3) of the internal Revenue Code.

SECTION 4. No substantial part of the activities of the corporation shall be undertaken to participate or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE III – MEMBERS AND OFFICERS

SECTION 1. Members of the corporation shall be made up of individuals of legal age, interested in protecting the human rights and improving the lives of disadvantaged children and elders in the Philippines.

SECTION 2. The Executive Officers of the corporation shall consist of the President, Vice-President, Secretary, and Treasurer, duly appointed by the Board of Directors. The names, addresses and positions of initial officers and directors are:

PRESIDENT: Jocelyn H. Bruce
2851 Somerset Drive # 415
Lauderdale Lakes, FL 33311

VICE-PRESIDENT: Ma. Bernardita C. Cadiz
19427 N. Coquina Way
Weston, FL 33332

SECRETARY: Karen Balauat
1315 NE 134 Street
North Miami, FL 33161

TREASURER: Marites Dalmacio
721 Thornridge Ave.
Davie, FL 33325

DIRECTORS:

1. Franlie Bautista
989 NW 11 Avenue
Miami, FL 33136
2. Evelyn H. Bruce
2851 Somerset Drive # 415
Lauderdale Lakes, FL 33311
3. Marion Faldas
400 NE 100 Street
Miami Shores, FL 33138
4. Helen Kranzel
468 Cameron Drive
Fort Lauderdale, FL 33326
5. Bennie Trinidad, Jr.
1221 NE 131 Street

- North Miami, FL 33161
6. Lila S. Lee
19430 E. Country Club
Aventura, FL 33180
 7. Elenita Rivera
600 SE 6th Terrace
Pompano Beach, FL 33060

ARTICLE IV – MEETINGS

SECTION 1. An annual Board of Directors and general membership meeting shall be held at least once a year, at the beginning of each fiscal year, at a time and place agreed upon by the Board of Directors, for the following purposes:

- a. To receive the President's Annual Report
- b. To receive the Treasurer's Financial Report
- c. To discuss and review programs and projects
- d. To elect officers

SECTION 2. Notice of the annual meeting shall be sent by the Secretary or President to officers and members of the corporation at least fifteen (15) days prior to the date of the said meeting by phone, e-mail, regular mail or fax. At the annual meeting, the quorum shall be a majority of the executive and board membership.

SECTION 3. Additional meetings of the Board of Directors may be had by means of a telephone conference, web conference, electronic or similar communications equipment by which participation of all persons under such circumstances shall constitute presence at the meeting. Such conference may be electronically recorded and incorporated into the minutes.

SECTION 4. Communication by, for, and with the members, officers or directors may be transmitted by electronic mail through the Corporate listserv, moderated, and correspondingly incorporated in the official files of the Corporation. Personal comments unrelated to the official business of the Corporation will be deleted.

ARTICLE V – FINANCES

SECTION 1. The corporation's fiscal or financial year shall begin on January 1 and end on December 31 of the same year.

SECTION 2. Except as otherwise provided by law, checks, drafts, and orders for the payment of money of this corporation shall be signed by the President or at least two persons previously designated by a resolution of the Board of Directors.

SECTION 3. The Corporation shall raise funds through grants and public support, and may engage in other income-generating activities within the provisions specified under section 501(c)(3) of the Internal Revenue Code, to accomplish its mission.

SECTION 4. All funds raised and disbursed by the corporation shall be fully accountable and all records shall be open to the public.

SECTION 5. Trust accounts set up by the corporation for grants, donations, requests, and other gifts or funding assigned to specific projects may be subject to restrictions, provided that such restrictions on the use of the trust account do not conflict with the other policies of ACE International-Florida, Inc., or with federal, state or local laws.

SECTION 6. No part of the corporation's earnings may inure to the benefit of any member, founder, director, contributor or private individuals. The corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the corporation's charitable and educational purposes. The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

SECTION 7. The corporation prohibits any conflict of interest or the appearance of conflict of interest by board members, officers, employees, consultants and relatives.

SECTION 8. The corporation's accounting and internal control systems shall follow Generally Accepted Accounting Principles (GAAP) and assure that an annual independent financial audit is performed in accordance with Federal audit requirements.

SECTION 9. In the event of dissolution, all money and residual assets remaining after all financial obligations and trust accounts have been cleared shall be turned over to one or more organizations that are themselves exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code or corresponding sections of any prior or future law, or the Federal, State or local government for exclusive public purpose. The recipient organization or charitable institution shall be selected by at least three-fourths (3/4) of all existing members of the Governing Board.

ARTICLE VI. INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE VII – AMENDMENTS AND IMPLEMENTATION

SECTION 1 The affairs of the Corporation shall be governed by its Constitution and By-laws which may be reviewed and amended upon approval by a two-thirds vote at a Board of Directors' meeting that is especially called for that purpose.

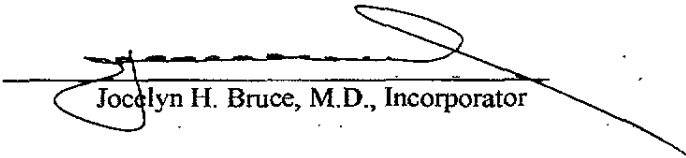
SECTION 2. The method of selection of the Board of Directors and number of directors shall be stated in the By-laws.

ARTICLE VIII - REGISTERED AGENT

The name and address in the State of Florida of this corporation's initial registered agent for service of process are:

Jocelyn H. Bruce, M.D.
659 NE 125 Street
North Miami, FL 33161

In witness of this, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned incorporator of this corporation has executed these Articles of Incorporation providing for the information, liability, rights, privileges and immunities of a corporation not for profit on this ___ day of January, 2006.



Jocelyn H. Bruce, M.D., Incorporator

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



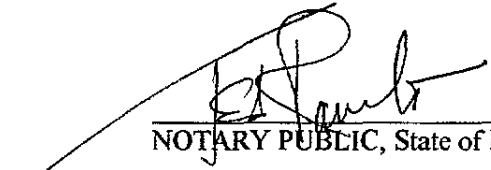
JOCELYN H. BRUCE, M.D., Registered Agent

Date: 1/30/06

STATE OF FLORIDA
COUNTY OF DADE


I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid take acknowledgements, personally appeared Jocelyn H. Bruce, to me well known to be the individual who executed the foregoing instrument of the corporation, and that she acknowledged executing the same freely and voluntarily under authority duly vested in her by said corporation.

Witness my hand and official seal in the County and State aforesaid, this 31 day of January, 2006.



NOTARY PUBLIC, State of Florida

My commission expires:

 **Ted L. Ravelo**
Commission # 200110293
Expires June 1, 2006
Bonded thru
Atlantic Bonding Co., Inc.

AMENDED / RESTATED
ARTICLES OF INCORPORATION
OF
**Advocates for Children and Elders International
Florida, Inc.**

A Florida "Not for Profit" Corporation

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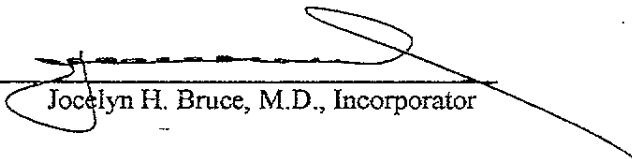
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ARTICLE VIII - REGISTERED AGENT

The name and address in the State of Florida of this corporation's initial registered agent for service of process are:

Jocelyn H. Bruce, M.D.
659 NE 125 Street
North Miami, FL 33161

In witness of this, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned incorporator of this corporation has executed these Articles of Incorporation providing for the information, liability, rights, privileges and immunities of a corporation not for profit on this ___ day of January, 2006.



Jocelyn H. Bruce, M.D., Incorporator

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



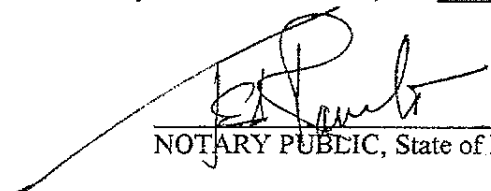
JOCELYN H. BRUCE, M.D., Registered Agent

Date: 1/30/06

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid take acknowledgements, personally appeared Jocelyn H. Bruce, to me well known to be the individual who executed the foregoing instrument of the corporation, and that she acknowledged executing the same freely and voluntarily under authority duly vested in her by said corporation.

Witness my hand and official seal in the County and State aforesaid, this 31 day of January, 2006.



NOTARY PUBLIC, State of Florida

My commission expires:



Ted L. Ravelo
Commission # DD110293
Expires June 1, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

Certified Copy

I certify the attached is a true and correct copy of the Articles of Incorporation of ADVOCATES FOR CHILDREN AND ELDERS INTERNATIONAL FLORIDA, INC., a Florida corporation, filed electronically on February 01, 2006 effective January 30, 2006, as shown by the records of this office.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is N06000001063.

Authentication Code: 060202091710-400064910844#1

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Second day of February, 2006



Sue M. Cobb
Sue M. Cobb
Secretary of State

2/10/06 CORPORATE DETAIL RECORD SCREEN 3:36 PM
NUM: N06000001063 ST:FL ACTIVE/FL NON-PROF FLD: 02/01/2006 EFF: 01/30/2006
NAME : ADVOCATES FOR CHILDREN AND ELDERS INTERNATIONAL FLORIDA, INC.
PRINCIPAL: 659 NE 125 STREET
ADDRESS NORTH MIAMI, FL 33161
RA NAME : BRUCE, JOCELYN H
RA ADDR : 659 NE 125 STREET
NORTH MIAMI, FL 33161
ANN REP : * NONE FILED *

1. MENU, 3. OFFICERS

ENTER SELECTION AND CR:

2/10/06 OFFICER/DIRECTOR DETAIL SCREEN 3:36 PM
CORP NUMBER: N06000001063 CORP NAME: ADVOCATES FOR CHILDREN AND ELDERS INTER
TITLE: P NAME: BRUCE, JOCELYN H
2851 SOMERSET DRIVE
LAUDERDALE LAKES, FL 33311
TITLE: V NAME: CADIZ, MA. BERNARDITA
19427 N. COQUINA WAY
WESTON, FL 33332
TITLE: SD NAME: BALAUAT, KAREN
1315 NE 134 STREET
NORTH MIAMI, FL 33161
TITLE: DT NAME: DALMACIO, MARITES
721 TTHORN RIDGE AVE
DAVIE, FL 33325
TITLE: D NAME: BRUCE, EVELYN H
2851 SOMERSET DRIVE # 415
LAUDERDALE LAKES, FL 33311
TITLE: D NAME: FALDAS, MARION
400 NE 100 STREET
MIAMI SHORES, FL 33138
+ NEXT, - PREV, 1. MENU, 2. FILING, 3. TOP

ENTER SELECTION AND CR:

FEBRUARY 10, 2006

ADVOCATES FOR CHILDREN AND ELDERS INTERNATIONAL FLORIDA, INC.
ATTN: JOCELYN H. BRUCE, M.D.
659 N.E. 125TH STREET
NORTH MIAMI, FL 33161

TO WHOM IT MAY CONCERN;

OUR RECORDS INDICATE THESE DOCUMENTS WERE FILED USING OUR WEBSITE AS AN ONLINE FILING. OUR SYSTEM AUTOMATICALLY RETAIN A COPY AND YOUR ACKNOWLEDGEMENT SENT TO YOU VIA E-MAIL. YOUR CERTIFIED COPY AND CERTIFICATE OF STATUS SENT AS ATTACHMENTS. THIS PROCEDURE IS STATED IN THE ONLINE FILING DISCLAIMER. IF YOU NEED ADDITIONAL FILED STAMPED COPIES, YOU MAY DOWNLOAD FROM THE WEBSITE.

IF YOU WISH TO AMEND YOUR ARTICLES, YOU MUST FILE AN AMENDMENT OR RESTATED ARTICLES OF INCORPORATION. FOR FURTHER ASSISTANCE, PLEASE CALL OUR AMENDMENT FILING SECTION AT 850-245-6050 (3).

THANK YOU,
MARYANNE DICKEY
CORPORATE SPECIALIST SUPERVISOR