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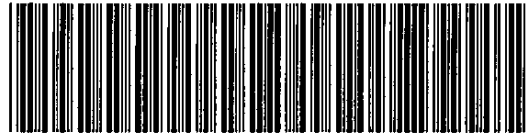
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Johnny A. Gaspard, P.L.L.C.

Attorneys-At-Law

15025 N.W. 77<sup>th</sup> Avenue, Suite #116, Miami Lakes, FL 33014

December 1, 2006

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

To Whom It May Concern:

Per instructions from your office, this letter will serve to inform the Division of Corporations that no director, shareholder, or agent of Positive Choice Youth Center, Inc., a Not-for-Profit organization, will seek to reinstate the for profit version of Positive Choice Youth Center, Inc. that was mistakenly set up on November 21, 2006.

Enclosed are the original Articles of Incorporation for the Not-for-Profit version of the Positive Choice Youth Center, Inc. Thank you.

Sincerely,

Johnny A. Gaspard, Esq.

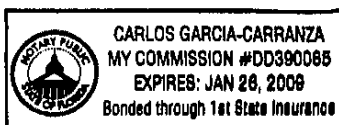
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STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADE )

On this 1<sup>st</sup> day of DECEMBER, 2006, before me, a Notary Public, personally appeared Johnny A. Gaspard, Esq., the attorney and registered agent for service of process for Positive Choice Youth Center, Inc., who is to me known to be the person described in and who executed the foregoing letter acknowledged that the person executed the same as the person's free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

Notary Public in and for  
said County and State



**ARTICLES OF INCORPORATION**

**OF**

**POSITIVE CHOICE YOUTH CENTER, INC.  
A Florida Not forProfit Corporation**

The undersigned, acting as incorporator of **POSITIVE CHOICE YOUTH CENTER, INC.**, a Florida not-for-profit corporation, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is **POSITIVE CHOICE YOUTH CENTER, INC.**

**ARTICLE II. ADDRESS**

The mailing address and principal office address of the corporation is:

780 Fisherman Street, Suite 328  
Opa Locka, Florida 33054

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence at 12:01 A.M.  
on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business  
permitted under the laws of the United States and Florida.

**ARTICLE V. MANNER OF ELECTION**

The directors will be elected by majority vote.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is

15025 N.W. 77<sup>th</sup> Avenue, Suite 116  
Miami Lakes, Florida 33014

and the name of the corporation's initial registered agent is Johnny A. Gaspard, Esq..

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## ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have at least one director. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The following is the initial list of directors:

<u>Name</u>	<u>Address</u>
James Lee	4301 N.W. 171 <sup>st</sup> Street Miami, Florida 33054

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## ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
James Lee	4301 N.W. 171 <sup>st</sup> Street Miami, Florida 33054

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

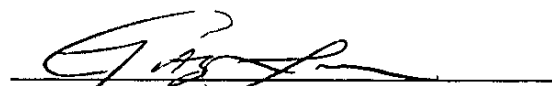
## ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

## ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 21 day of November, 2006.

  
Incorporator

**CERTIFICATE  
DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

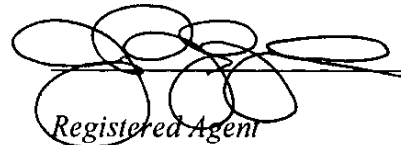
*Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:*

That **POSITIVE CHOICE YOUTH CENTER, INC.**, a Florida non-profit corporation, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 4301 N.W. 171<sup>st</sup> Street, Miami, FL 33054 has named Johnny A. Gaspard, PLLC, Attorneys at Law, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

11-21-06  
Date

  
Registered Agent

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