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(Business Entity Name)

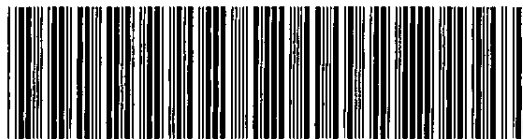
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DIVISION OF CORPORATIONS  
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J 12/4/07

**TAX-MACK, USA INC.** "OUR AIM YOUR GAIN"  
**ACCOUNTING • TAX CONSULTANT • NOTARY**

TM  
USA

9820 NORTHWEST 7TH AVENUE  
MIAMI, FLORIDA 33150  
TELEPHONE: 305 696-6565 • 693-5195  
FAX: 694-1944

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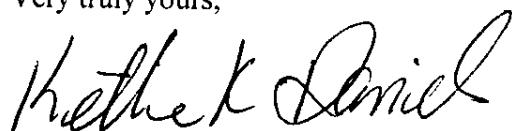
November 14, 2007

Department of State  
Division of Corporations  
New Filing Section  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Dear Sir / Madam:

Please find enclosed a check in the amount of \$78.75 for the Incorporation of Articles of  
Incorporation of Venisee Group Home, Inc..

Very truly yours,

  
Kethie K. Daniels



RECEIVED

07 DEC -3 AM 8:00

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

DIVISION OF CORPORATIONS

November 20, 2007

TAX-MACK USA INC.  
9820 NW 7TH AVENUE  
MIAMI, FL 33150

SUBJECT: VINISEE GROUP HOME, INC.  
Ref. Number: W07000057025

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DIVISION OF CORPORATIONS  
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We have received your document for VINISEE GROUP HOME, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 107A00066734

## **ARTICLES OF INCORPORATION OF VENISEE GROUP HOME, INC.**

WE, The Undersigned, desirous of forming a not-for profit Corporation under the laws of the State of Florida, having associated ourselves together for such purpose, submits the following Articles Of Corporation:

### **ARTICLE I - NAME**

The name of this Corporation shall be. **VENISEE GROUP HOME, INC.**

### **ARTICLE II - TERM**

This Corporation shall have perpetual existence unless dissolved sooner by operation of Law.

### **ARTICLE III - PRINCIPAL OFFICE**

The principal place of business for the Corporation:

5281 N.W. 180 Terr., Miami, Fl 33169

### **ARTICLE IV - PURPOSES**

**Section 1.** This Corporation is being formed exclusively for educational, literary, scientific Medical and charitable professional standards and practices. To advance and foster social and cultural, educational activities among members of organization, within the meaning of IRS 501(C) (3) or corresponding provision of any future United States Internal Revenue Law.

**Section 2.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other 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 this Article. No substantial part of the activities of the Corporation shall be the carrying on

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**ARTICLES OF INCORPORATION OF VENISEE GROUP HOME, INC.**

of propaganda, or otherwise attempting to influence legislation in or intervene in any political campaign on behalf of any candidate for public office.

**Section 3.** Notwithstanding any other provision of these Articles, this Corporation, shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

**Section 4.** Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation. No person, firm, or corporation shall ever receive any dividends or profit from the undertakings of this corporation; and upon dissolution of this corporation, assets shall be distributed for one or more exempt purpose within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the Federal, State or Local government for public purpose, Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located, exclusively for such purposes.

**ARTICLE V - POWERS**

This Corporation shall exercise these powers conferred by Florida Statutes for Corporations Not For Profit and such shall be limited to only those powers that are in furtherance of the charitable and exempt purpose of the Corporation.

**ARTICLE VI - MEMBERSHIP**

Membership in this Corporation shall consist of the initial subscribers to these

**ARTICLES OF INCORPORATION OF VENISEE GROUP HOME, INC.**

Articles and other persons who from time to time may be elected to membership by the Board of Directors at any regular meeting or special meeting called for such purposes in accordance with their support and interest in the Corporation's activities.

**ARTICLE VII - BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of Directors, who are elected or appointed by the President consisting of not more than six (6) and never less than three (3) Directors. The Board of Directors are volunteers, who are willing to donate their time and effort whenever needed. Those persons who will serve as Directors until the annual meeting of the membership and/or until their successors are elected are as follows:

Fredonia Venisee, Pres./ Director	5281 N.W. 180 Terr., Miami, Fl 33055
James Venisee, Sec./ Director	5281 N.W. 180 Terr., Miami, Fl 33055
Sandra Chambers, Dir	18022 N.W. 47 PL, Miami, Fl 33055
Marion Evens, Dir	1835 N.W. 188 Terr. Miami, Fl 33056

**ARTICLE VIII - OFFICERS**

The Officers of the Corporation shall be President, Vice President, and other officers as may be elected or appointed by the Board of Directors from time to time. The names of the names, addresses and titles of those persons who will serve as officers until their successors are elected are as follows:

Fredonia Venisee, Pres./ Dir	5281 NW 180 St., Miami, FL 33055
James Venisee, Sec./Dir.	5281 N.W. 180 St., Miami, FL 33055

ARTICLES OF INCORPORATION OF VENISEE GROUP HOME, INC.

ARTICLE IX - CAPITAL STOCK

This Corporation shall issue no capital Stock to its members.

ARTICLE X - BY-LAWS

The By-Laws of this Corporation shall be adopted, altered, amended or rescinded by a majority of the Board of Directors at any regular meeting or special meeting called for such purpose, providing all quorum and notice requirements are met.

ARTICLE XII - REGISTERED AGENT

The Registered Agent authorized to accept service of process on behalf of the Corporation shall be James Venisee.

ACCEPTANCE BY REGISTERED AGENT

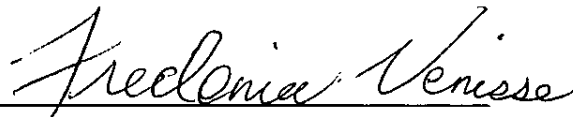
Having been designated to serve as the Registered Agent for the foregoing Corporation, I hereby accept this obligation to accept Service of process at 5281 N.W. 180 Terr., Miami, FL 33055.

James Venisee  
REGISTERED AGENT

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DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION OF VENISEE GROUP HOME, INC.

IN WITNESS, We being Citizens of the United States and competent to contract,  
hereby set our hands and seals on these Articles of Incorporation on this 14<sup>th</sup> day of November  
2007 A. D.

  
Fredonia Venisee, Pres./ Director.

STATE OF FLORIDA     )  
                                     : ss  
COUNTY OF DADE     )

BEFORE ME, a Notary Public, did personally appear Incorporators Fredonia Venisee  
to me known to be the persons described in the foregoing Articles of Incorporation and after  
being duly SWORN, acknowledges execution of same as their deeds and acts for the purposes  
expressed therein on this 14<sup>th</sup> day of November 2007 at Miami, Dade County, Florida.

  
NOTARY PUBLIC



KETLIE K. DANIELS  
MY COMMISSION # DD 706423  
EXPIRES: September 24, 2011  
Bonded Thru Budget Notary Services