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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 AUG 29 AM 11:40

B. McKnight SEP 02 2008

# **TRANSMITTAL LETTER**

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

SUBJECT: Quality Air Preventative Solutions, Corp.  
**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed is an original and (1) copy of the Articles of Incorporation and a check for

☐

\$70.00  
Filing Fee

☐

\$78.75  
Filing Fee &  
Certificate of  
Status

☒

\$78.75  
Filing Fee  
\$ Certified Copy

☐

\$87.50  
Filing Fee  
Certified Copy  
\$ Certificate

ADDITIONAL COPY REQUIRED

FROM: Mr. William Taylor  
Name (printed or typed)

1051 N.W. 87<sup>th</sup> Street  
Address

Miami, Florida 33150  
City, State, Zip

Telephone: (786) 486-9432

**Note: Please provide the original and one copy of the articles.**

# Articles of Incorporation of

## ***Quality Air Preventative Solutions, Corp.***

The undersigned subscribers to these Articles of Incorporation, desiring to form a Not-For-Profit corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

### ***Article I. Corporate Name***

The name(s) of this Corporation shall be:

#### ***Quality Air Preventative Solutions, Corp.***

Principle Address: ***1051 N.W. 87<sup>th</sup> Street  
Miami, Florida 33150***

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

### ***Article II. Terms of Existence***

This corporation shall have perpetual existence

### ***Article III. Purposes and Powers***

Said corporation is organized exclusively for the charitable, and educational purposes to instill self reliance, self sufficiency and services for those in need. To present a set of programs, projects, services, seminars, and lectures for the development, installation and service of quality air systems that promote safe, healthy and clean air systems for the intergenerational sector of inner-city area of Miami-Dade County. To especially present services, programs and projects for Seniors living facilities, private homes and for Infants, Children and Youth where they attend schools, nursery schools, pre-schools and children living facilities. The programs will include but not be limited to the technical training and education of first time offenders, high school drop outs and other teen and young adults who wish to train for a viable career in refrigeration and air conditioning. To assist them in on the job training and service facilitation. To further assist them in entrepreneurial expectations in starting their own businesses and more.

No part of the net earnings of the corporation shall insure to the benefit of, or be distributed to its members, trustees, directors, officers and other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of Section 501( c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

Notwithstanding any other provision of the Articles, the corporation, shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 ( c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes with the meaning of Section 501 ( c)(3) of the Internal Revenue Code, 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.

## Article IV. Capital Stock

There will be no capital stock in this corporation.

## Article V. Initial Capital

The amount of capital with which this corporation may be in business shall not be less than **One Hundred Dollars (\$100.00)**.

## Article VI. Directors

This corporation shall have one Executive Director initially and two other respective Directors who were elected through parliamentary procedure. The number of directors may be increased or diminished from time to time by the Bylaws of the Corporation.

The name and mailing address of the initial director who shall hold office until his successor or successors are elected and have qualified is as follows:

*Mr. William Taylor, Executive Director  
1051 N.W. 87<sup>th</sup> Street  
Miami, Florida 33150*

## Article VII. Officers

The names, addresses and offices of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

<i>Name</i>	<i>Street Address</i>	<i>Office</i>
<i>Mr. William Taylor</i>	<i>1051 N.W. 87<sup>th</sup> Street, Miami, Fl</i>	<i>Executive Director</i>
<i>Mr. William Whitfield</i>	<i>1051 N.W. 87<sup>th</sup> Street, Miami, Fl</i>	<i>Director</i>
<i>Mr. Diago Mays</i>	<i>1051 N.W. 87<sup>th</sup> Street, Miami, Fl</i>	<i>Secretary/Treasurer</i>

## Article VIII. Registered Agent and Registered Office

The Corporation's Registered Agent for services in the state of Florida shall be:

*Mr. William Taylor, Executive Director  
1051 N.W. 87<sup>th</sup> Street  
Miami, Florida 33150*

The address of the registered office of this corporation shall be:

**Mr. William Taylor, Executive Director**  
**1051 N.W. 87<sup>th</sup> Street**  
**Miami, Florida 33150**

## ***Article IX. Amendments***

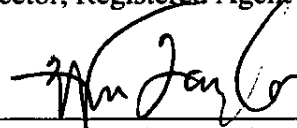
This Corporation reserves the rights to amend, alter, modify, or repel any provision or provisions contained in these Articles of Incorporation, any amendment hereto in the manner now or hereafter prescribed by the Statutes of the State of Florida, and any rights and powers conferred upon the Directors and Board of Advisors herein are granted subject to this reservation.

## ***Article X. Incorporator***

The name and mailing address of the Incorporator is as follows:

**Mr. William Taylor, Executive Director**  
**1051 N.W. 87<sup>th</sup> Street**  
**Miami, Florida 33150**

***IN WITNESS WHEREOF***, the above named Incorporator, Director, Registered Agent has hereunder subscribed his name, this \_\_\_\_ day of \_\_\_\_\_, 2008.



**Mr. William Taylor, Registered Agent**

State of Florida       )  
                                  ss:  
County of Palm Beach)

Before me the undersigned authority personally appeared Mr. William Taylor, who is to be well known to be the person(s) described in and who subscribed the foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

***IN WITNESS WHEREOF***, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 26 day of August, 2008.

NOTARY PUBLIC-STATE OF FLORIDA  
**Josue Fostin**  
Commission # DD730706  
Expires: DEC. 21, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.



Josue Fostin  
Notary Public, State of Florida at-Large

(Seal)

# ***Certificate of Designation Registered Agent/Registered Office***

PURSUANT to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name of the Corporation is:  
***Quality Air Preventative Solutions Corp.***
2. The name and address of the registered agent and office is:  
***Mr. William Taylor, Executive Director  
1051 N.W. 87<sup>th</sup> Street  
Miami, Florida 33150***

Signature: \_\_\_\_\_

Corporate Officer

Title: Executive Director

Dated: \_\_\_\_/\_\_\_\_/\_\_\_\_

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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 positions as Registered Agent.

Signature: \_\_\_\_\_

Dated: \_\_\_\_/\_\_\_\_/\_\_\_\_