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(Business Entity Name)

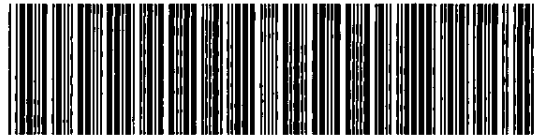
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12/03/09--01030--013 **78.75

FILED
10 JAN 25 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W09-52941

EP 1/27/10

COVER LETTER

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

SUBJECT: A Plus Kids, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Thaddeus Martin
Name (Printed or typed)

1260 NW. 191ST Street
Address

Miami, FL 33169
City, State & Zip

786.985.7799
Daytime Telephone number

pattersoncpa-firm@aol.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

10 JAN 25 AM 11:24

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

December 4, 2009

THADDEUS MARTIN
1260 NW 191 ST STREET
MIAMI, FL 33169

SUBJECT: A PLUS KIDS, INC.
Ref. Number: W09000052941

We have received your document for A PLUS KIDS, 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 Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

An effective date may be added to the Articles of Incorporation if a 2010 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) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

Letter Number: 909A00037239

ARTICLE OF CORPORATION

A PLUS KIDS, INC.

ARTICLE I - NAME AND PURPOSES

FILED
10 JAN 25 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the organization is A PLUS KIDS, INC.

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501©(3) of the Internal Revenue Code, or the corresponding section of any federal tax code.

ARTICLE II - PROHIBITION

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 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 the Article Second thereof. No substantial part of the activities of the Corporation shall be 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 these articles, the Corporation shall not carry on any other not permitted to be carried on (a) a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of the future federal tax code.

ARTICLE III - OFFICERS

The Directors shall be elected by a majority vote of the Members of this Corporation. The Officers of the Corporation shall be:

President:	Thaddeus Martin
Vice President:	Anna Martin
Secretary:	Katera Essix
Treasurer:	Antoinette Patterson
Executive Director:	Thaddeus Martin

whose addresses shall be the same as the principal address of the corporation.

ARTICLE IV - PRINCIPAL OFFICE

The name and street address of the incorporator of this Corporation is Thaddeus Martin whose address shall be the same as the principal office of the Corporation.

**Principal & Mailing Address
1260 NW 191th Street
Miami, FL 33169**

ARTICLE V - DIRECTORS

The Directors of the Corporation shall be:

Thaddeus Martin
Ann Martin
Kateea Essix

ARTICLE VI - TERMS OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VII - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE VIII - QUALIFICATIONS OF MEMBERS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

ARTICLE IX - LIABILITIES AND DEBT

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this Corporation is Patterson-Clarke, CPA, PA, located at 14500 NE 6th Avenue, North Miami, FL 33167. The name and address of the registered agent of this Corporation is Patterson-Clarke, CPA, P.A. is 14500 NW 6th Avenue, North Miami, FL 33161.

ARTICLE XI – EFFECTIVE DATE

These Articles of Corporation shall be effective on date recorded by the State of Florida pursuant to Florida Statute 607-0203(1).

ARTICLE XII – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by vote of majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Article of Incorporation be made.

ARTICLE XIII – INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, if the manner required by the board of directors, that the indemnification of the director, officer, employee or agent, as the case maybe, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such person's are serving at the Corporation's request while the director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation. The Corporation may pay for or reimburse the reasonable attorney fees incurred by the director, officer, employee, or agent of the Corporation who is a party to proceeding in advance of final disposition of the proceeding. The Corporation may also purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained on these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of the attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise


affected. All references in this Article of Incorporations to "director", "officer", "employee", and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

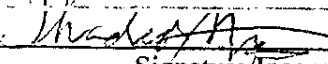
ARTICLE XIV - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501©(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to the state or local government for public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes.

IN WITNESS THEREOF, I have hereunto set my hand and seal, acknowledged and file the foregoing Articles of Incorporation under the laws of the State of Florida, this November 20, 2009.

Having been named as 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



Signature/Registered Agent


Signature/Incorporator

11/20/09
Date
11-20-09
Date

FILED
10 JAN 25 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA