

Mar. 4.

N110000002246

No. 2535 PaP. 1 of 1

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000058507 3)))



H110000585073ABC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : CHERRY & EDGAR, P.A.  
Account Number : 072100000272  
Phone : (561) 471-7767  
Fax Number : (561) 471-7974

RECEIVED MAR - 4 2011

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FLORIDA PROFIT/NON PROFIT CORPORATION  
American Dream Center, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

2011 MAR - 4 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FAN: H11000058507

**ARTICLES OF INCORPORATION  
OF  
AMERICAN DREAM CENTER, INC.**

(A Not-For-Profit Corporation)

The undersigned hereby executes these Articles of Incorporation for the purpose of becoming incorporated under Chapter 617, Revised Florida Statutes, as a corporation not-for-profit and certifies as follows:

**ARTICLE I  
NAME**

The name of the Corporation shall be "AMERICAN DREAM CENTER, INC.", (hereinafter referred to as the "Corporation"). Its principal office shall be at 19 Glencairn Road, Palm Beach Gardens, Florida 33418, or at such other place as may be designated, from time to time, by the Board of Directors.

**ARTICLE II  
DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE III  
PURPOSE AND POWERS**

The purpose of the Corporation is: (i) to provide programs, including training, educational and job placement programs, that address a broad range of deficits that currently inhibit unemployed individuals and those in poverty from becoming productive and successful citizens; (ii) to plan, implement and evaluate projects to further the goals of the Corporation; (iii) to establish, receive and manage funds to support the purposes of the Corporation; and (iv) to promote community involvement in developing its citizens through academic and literacy instruction, community volunteerism, parenting skill development, literacy education, mentoring partnerships, health and wellness advising, career coaching and entrepreneurial projects. The Corporation shall be permitted to perform all powers and acts allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide.

**ARTICLE IV  
PROHIBITION AGAINST DISTRIBUTION OF INCOME**

The Corporation is one which does not permit pecuniary gain or profit. No part of any net earnings shall inure to the benefit of any member, director or officer, and, as such, they will have no interest in or title to any of the property or assets of the

FAN: H11000058507

2011 MAR -4 PM 1:32  
TALLAHASSEE, FLORIDA

FILED

FAN: H11000058507

Corporation. Nothing herein shall prohibit the Corporation from reimbursing its directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation and for providing reasonable compensation for employees of the Corporation.

## **ARTICLE V CAPITAL STOCK**

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

## **ARTICLE VI MEMBERSHIP, QUALIFICATIONS AND ADMISSION**

The qualification of members, the manner of their admission and voting of members shall be as follows:

A. Qualification. Any person (both natural and business entities) shall be eligible for membership who has a demonstrated interest in the purposes of the Corporation and who has satisfied such other membership requirements that are set, from time to time, by the Board of Directors.

B. Admission of Members. Admission of members shall be by the Board of Directors or persons authorized to admit members in the manner established by the Board of Directors, from time to time, and which may be established by the Board of Directors pursuant to the Bylaws. If a proposed member shall receive at least a majority vote of the Board members present and voting, he/she shall be entitled to membership in this Corporation.

C. Number. There shall be no limit on the number of members of the Corporation.

## **ARTICLE VII VOTING RIGHTS**

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

## **ARTICLE VIII LIABILITY FOR DEBTS**

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

FAN: H11000058507

FAN: H11000058507

**ARTICLE IX  
BOARD OF DIRECTORS**

This corporation shall have three (3) or more directors, the number and manner of election shall be set forth in the Bylaws of the Corporation. The initial directors for the Corporation are set forth below:

Lori Dyer	19 Glencairn Road Palm Beach Gardens, FL 33418
Joan A. Collette	19 Glencairn Road Palm Beach Gardens, FL 33418
Mark Manners	318 Kenilworth Boulevard West Palm Beach, Florida 33405
Rebecca Pelletier	9085 Cypress Hollow Drive Palm Beach Gardens, Florida 33418
Deborah Edelstein	9 Huntly Circle Palm Beach Gardens, Florida 33418

**ARTICLE X  
INCORPORATOR**

The name and address of the subscriber and incorporator is as follows:

Joan A. Collette  
19 Glencairn Road  
Palm Beach Gardens, Florida 33418

**ARTICLE XI  
INDEMNIFICATION**

The Corporation shall indemnify its directors and officers, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not-for-Profit Corporation Act, as the same may be amended and supplemented, from and against any and all judgments, claims, expenses and liabilities incurred in a civil or criminal proceeding, or other matters referred to in, or covered by, said provisions, including, but not limited to, advancement of expenses prior to the final disposition of proceedings and amounts paid in settlement of proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of members or disinterested directors, officers or otherwise, both as to action in his or her official capacity

FAN: H11000058507

of the heirs, executors and administrators of such person, and an adjudication of liability shall not affect the right to indemnification of those indemnified.

**ARTICLE XII  
DISSOLUTION**

In the event of the dissolution or final liquidation of the Corporation, the property and assets of the Corporation remaining after payment of its debts shall be distributed, as permitted by a court having competent jurisdiction, to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code, or to the Federal, State or Local government for exclusively public purpose.

**ARTICLE XIII  
BYLAWS**

The Bylaws of this Corporation shall be made, altered, amended or rescinded at any regular or special meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors.

**ARTICLE XIV  
AMENDMENT TO ARTICLES OF INCORPORATION**

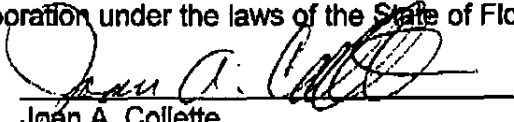
These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors, provided that such proposed amendment shall have been mailed to each Director at least twenty (20) days prior to the meeting.

**ARTICLE XV  
INITIAL REGISTERED OFFICE AND AGENT**

The registered office for the Corporation and the registered agent for the Corporation at that address are the following:

Melissa M. Smith, Esq.  
Cherry, Edgar & Smith, P.A.  
8409 North Military Trail, Suite 123  
Palm Beach Gardens, FL 33410

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 4th day of March, 2011.

  
Joan A. Collette

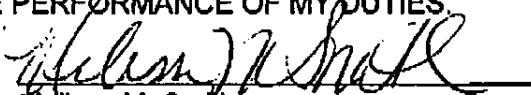
FAN; H11000058507

Mar. 4. 2011 4:18PM  
FAN: H11000058507

No. 2535 P. 6

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR AMERICAN DREAM CENTER, INC., AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
Melissa M. Smith

Date: March 4, 2011

**FILED**  
2011 MAR -4 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA