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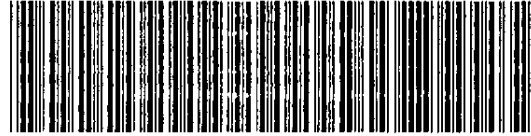
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11 MAR 28 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRP
3/30

COVER LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314 2661

SUBJECT: SECOND CHANCE Youth Outreach, Inc.

Enclosed is 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

ADDITIONAL COPY REQUIRED

✓ _____ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

The fee for filing a not for profit corporation is:

Filing Fee \$35.00 ; Designation of Registered Agent \$35.00

Certified Copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a
maximum of \$52.50). Certificate of Status (optional) \$8.75

Make checks payable to: Department of State

FROM: Miguel Mendez
Name (Printed or typed)

10320 NW 2nd Ct
Address

Miami FL 33150
City, State & Zip

(305) 799-6756
Daytime Telephone number

MiguelMendez10320@comcast.net
E-mail address: (to be used for future annual report notification)

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11 MAR 28 PM 1:00

ARTICLES OF INCORPORATION
Second Chance Youth Outreach, Inc. SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

CORPORATE NAME & PRINCIPAL OFFICE

The name of this corporation is ***Second Chance Youth Outreach, Inc.*** and its principal office is located at 10320 NW 2nd Court Miami FL 33150.

ARTICLE II

CORPORATE NATURE

This is a non-profit corporation organized solely for charitable purposes pursuant to the Florida Corporation Not for Profit Law, as set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSE

The specific purpose for which the corporation is organized is for combating community deterioration and juvenile delinquency and includes all exclusively charitable, scientific, religious, literary and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the Corresponding provision of any future United States Internal Revenue law.

ARTICLE V

MANAGEMENT OF CORPORATION AFFAIRS

SECTION 1. Board of Directors

Subject to the provisions of the laws of this state and any limitations in the *Articles of Incorporation* and the *Bylaws* relating to action required or permitted to be taken or approved by the members, if any, of this corporation, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the *Board of Directors*. The corporation shall have 7 directors and collectively they shall be known as the *Board of Directors*. The *Board of Directors* shall consist of not less than five (7) or more than seven (11) members.

Directors elected at the first annual meeting, and all times thereafter, shall serve for a term on Two (2) years until the annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 10320 NW 2nd Court Miami FL 33150. on June 30th of each year, or at such other place or places as the *Board of Directors* may designate from time to time by resolution.

Any action required or permitted to be taken by the *Director*, under any provision of the law, may be taken without a meeting, if all members of the *Board* shall individually or collectively consent in writing of such action. Such written consent or consents shall be filed with the *Minutes* of the proceedings of the Board, and such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors.

Any certificate or other documents filed under the provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the *Board of Directors* without a meeting and that the *Articles of Incorporation* and the *By-Laws* of the corporation authorize the Directors to do so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the *Board of Directors* are as follows:

NAME

ADDRESS

Miguel Mendez

10320 NW 2nd Ct
Miami FL 33150

Yesenia Mendez	10320 NW 2 nd Ct Miami FL 33165
Mario Forte	2794 West 71st Place Hialeah. FL 33016
Guillermo Estrada	8906 West Flagler St Apt 211 Miami FL 33174
Madelin Olmedo	17201 NW 50 Ct Miami FL 33055
Eduardo Saiz	3785 West 8 th Court Hialeah, FL 33012
Enrique Mulet	910 West 32 St Hialeah, FL 33174

SECTION 2. Corporate Officers. The *Board of Directors* shall elect the following officers: *President, Vice-President, Secretary, Treasurer, and Assistant Treasurer*. Such officers, as the By-laws of this corporation may authorize the Directors to be elected. The following persons shall serve as Corporate Officers:

TITLE	NAME	ADDRESS
President	Miguel Mendez	10320 NW 2 nd Ct Miami FL 33150
Vice-President	Mario Forte	2794 West 71st Place Hialeah. FL 33016
Secretary	Enrique Mulet	910 West 32 St Hialeah, FL 33174
Assistant Secretary	Guillermo Estrada	8906 West Flagler Apt 211 Miami FL 33174
Treasurer	Madelin Olmedo	17201 NW 50 Ct Miami FL 33055
Assistant Treasurer	Yesenia Mendez	10320 NW 2 nd Ct Miami FL 33150

1st Director

Eduardo F. Saiz

3785 West 8th Ct
Hialeah FL 33012

ARTICLE VI

EARNINGS AND ACTIVITIES OF THE CORPORATION

A. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or 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 of this corporation.

B. No substantial part of the activities of this corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code], and this 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.

C. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any 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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

D. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purpose of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision of the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation on such a manner or as to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the

time qualify as an exempt organization or organization under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations or organizations as such court shall also determine, which are organized and operated exclusively for such a purpose.

ARTICLE VIII

MEMBERSHIP

The qualifications for members and the manner of their admission shall be regulated by the *By-laws* of this corporation.

ARTICLE IX

AMENDMENT OF BY-LAWS

Subject to limitations contained in the By-laws, and any limitations set forth on the *Corporations Not for Profit Law of the State of Florida*, concerning corporate action that must be authorized or approved by the Board members of the corporation; the By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted either by a resolution of the *Board of Directors*, or by following the procedure set forth in the By Laws.

ARTICLE X

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational, charitable, religious purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

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ARTICLE XI


11 MAR 28 PM 1:00

REGISTERED AGENT AND OFFICESECRETARY OF STATE
TALLAHASSEE FLORIDA

The address of the corporation's Registered office shall be 10320 NW 2nd Court, Miami FL 33150, and the name of the Registered Agent at said address shall be Miguel Mendez.

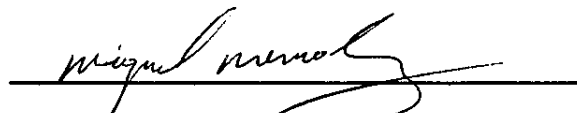
REGISTERED AGENT ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Miguel Mendez, *President*
Registered Agent

AMENDMENT ACKNOWLEDGEMENT

The undersigned incorporator has executed these Amendments to the original *Articles of Incorporation* this 21st day of March 2011.


Miguel Mendez, *President*
10320 NW 2nd Court
Miami, FL 33150