

N95000001690

4/07/95 FLORIDA DIVISION OF CORPORATIONS 5:51 PM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: CORPORATE CREATIONS MIAMI
DEPARTMENT OF STATE 4437 SHERIDAN AVE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

MIAMI BEACH FL 33140-0000
CONTACT: JOSEPH MATA
PHONE: (305) 538-9091
FAX: (305) 538-8994

(((H95000004028))) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: HEARTS 'N HOPE
FAX AUDIT NUMBER: H95000004028
DATE REQUESTED: 04/07/1995
CERTIFIED COPIES: 0
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METHOD OF DELIVERY: MAIL
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(((H95000004028)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

EFFECTIVE DATE

4-7-95

Please deliver documents
to the following address:

Corporate Creations
4437 Sheridan Avenue
Miami Beach, FL 33140

H9500004028

Articles of Incorporation
of
Hearts 'n Hope Inc.

Article I. Name

The name of this Florida not-for-profit corporation is Hearts 'n Hope Inc.

Article II. Address

The mailing address of the Corporation is:

Hearts 'n Hope Inc.
P. O. Box 30686
Palm Beach Gardens, FL 33420

EFFECTIVE DATE

4-12-90

Article III. Purpose

The Corporation is organized to provide a safe place to support children in a process of illness, death, and grief. The center extends supportive services to the family, caregivers, schools, and the community and to engage in all other lawful acts or activities not for pecuniary profit for which Florida not-for-profit corporations may be organized, so far as permitted by Code Section 501(c)(3). All references to "Code" are to the Internal Revenue Code of 1986 as amended or to corresponding provisions of future federal tax legislation.

Article IV. Membership

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211

Corporate Creations Miami, Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

H9500004028

Palm Beach Gardens, FL 33418

Article VI. Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h). The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3) and which entitle contributors to the Corporation to deduct their charitable contribution under Code Section 170(a).

Article VII. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Patrice P. Austin
3008 30th Court
Jupiter, FL 33477

James E. McCoy, L.C.S.W.
425 Martin Road
N. Palm Beach, FL 33408

Janet A. Courtney
1548 Alexander Run
Jupiter Farms, FL 33478

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Article VIII. Incorporator

The name and address of the incorporator is:

Corporate Creations Miami, Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140

Article IX. Dissolution

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a not-for-profit fund, foundation or corporation that is organized and operated exclusively for charitable purposes and that has established its tax exempt status under Code Section 501(c)(3).

Article X. Corporate Existence

The corporate existence of the Corporation shall begin effective as of April 7, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on April 7, 1995.

Corporate Creations Miami, Inc.

By: Joseph P. Mata
Joseph P. Mata, Secretary

Corporate Creations Miami, Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
Hearts 'n Hope Inc.

REGISTERED AGENT:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.

Joseph P. Mata
Johnny C. Rodriguez, Vice President
By: Joseph P. Mata as attorney in fact

FILED
ST APR 10 PM 12:42
TALLAHASSEE, FLORIDA

Corporate Creations Miami, Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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9/12/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

10:23 AM

((H95000010102)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS INTERNATIONAL IN

DEPARTMENT OF STATE

401 OCEAN DR

STATE OF FLORIDA

SUITE 312

409 EAST GAINES STREET

MIAMI BEACH FL 33139-0000

TALLAHASSEE, FL 32399

CONTACT: JOHNNY C RODRIGUEZ

FAX: (904) 922-4000

PHONE: (305) 672-0686

FAX: (305) 672-9110

((H95000010102)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: HEARTS 'N HOPE INC.

FAX AUDIT NUMBER: H95000010102

CURRENT STATUS: REQUESTED

DATE REQUESTED: 09/12/1995

TIME REQUESTED: 10:22:44

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

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1995 SEP 13 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 13 1995

09/13/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 12, 1995

HEARTS 'N HOPE INC.
P.O. BOX 30686
PALM BEACH GARDENS, FL 33420

SUBJECT: HEARTS 'N HOPE INC.
REF: H95000001690

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return 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 (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000010102
Letter Number: 995A00041986

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

H95000010102

Articles of Amendment

Article I. Name

The name of this Florida corporation is Hearts 'n Hope Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the names and addresses of the directors are deleted in their entirety and replaced with the following names and addresses:

Patrice P. Austin
3008 30th Court
Jupiter, FL 33477

Carole Sternlieb, LCSW
1324 Scottsdale Road East
West Palm Beach, FL 33417

Jacqueline Wilner
2778 South Ocean Blvd.
Palm Beach, FL 33480

The Articles of Incorporation of the Corporation are also amended so that the name of the Corporation is changed from Hearts 'n Hope Inc. to Hearts and Hope Inc.

Article III. Date Amendment Adopted

The amendments set forth in these Articles of Amendment were adopted by the Corporation's Board of Directors on September 12, 1995.

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0686

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1995 SEP 13 AM 9 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Article IV. Approval of Amendment

The amendments set forth in these Articles of Amendment were proposed and approved by the Corporation's Board of Directors. There are no members entitled to vote on the amendments.

An authorized representative of the Corporation executed these Articles of Amendment on September 12, 1995.

Hearts 'n Hope Inc.

By: Joseph L. Miller

Its: Assistant Secretary