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TALLAHASSEE, FLORIDA

March 21, 1995

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

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-03/22/95--01076--002  
\*\*\*122.50 \*\*\*122.50

Subject: BROWARD PROFESSIONAL PARENTS FOR SHELTER, FOSTER & ADOPTIVE CHILDREN, INC.

Gentlemen:

Enclosed are the original and duplicate copy of the Articles of Incorporation of this proposed corporation.

The duplicate copy has been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return same to the undersigned.

A check is also enclosed to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Articles of Incorporation, and \$35.00 fee for filing the Designation of Resident Agent for a total of \$122.50.

Also enclosed is the executed Resident Agent form and one copy.

Sincerely,

*Beulah Quick*

Beulah Quick, Incorporator  
765 N.W. 15th Place  
Pompano Beach, FL 33060  
(305) 783-7384

W95-6455

45  
1/24



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 23, 1995

BEULAH QUICK  
765 NW 15 PLACE  
POMPANO BEACH, FL 33060

SUBJECT: BROWARD PROFESSIONAL PARENTS FOR SHELTER, FOSTER  
& ADOPTIVE CHILDREN  
Ref. Number: W95000006455

We have received your document for BROWARD PROFESSIONAL PARENTS FOR SHELTER, FOSTER & ADOPTIVE CHILDREN and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 795A00013143

***ARTICLES OF INCORPORATION***

**Broward Professional Parents For Shelter, Foster & Adoptive  
Children, Inc.**

a not-for-profit organization

**ARTICLES OF INCORPORATION**

We, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation not for profit under the laws of the State of Florida, and do hereby subscribe and acknowledge the following Articles of Incorporation, to wit:

**ARTICLE I**

**NAME AND LOCATION**

The name of the corporation shall be the Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc. referred to in these Articles of Incorporation as the Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc. or the organization. The Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc. is located at 765 N.W. 15th Place, Pompano Beach, Florida, 33060.

**ARTICLE II**

**DURATION**

The duration of this corporation is perpetual unless dissolved according to law.

**ARTICLE III**

**PURPOSE**

The general purpose of this organization is designed to provide educational, recreational support and advice to the abused, neglected and abandoned children and their caretakers, and other non-profitable purposes, no part of the net earnings

of which inures to the benefit of any private shareholder. The corporation will maintain this program year to year on a full-time basis.

To acquire by purchase, lease, or gift, both real and personal property, for the use and benefit of abused, neglected and abandoned children and their caretakers.

To take such other action as the membership shall direct and approve to keep Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc. a viable organization dedicated to the help, aid and benefit of abused, neglected and abandoned children and their caretakers.

To perform and provide facilities and services of whatsoever nature that are in the interests of the abused, neglected and abandoned children and their caretakers as set forth above.

The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### ARTICLE IV

##### BOARD OF DIRECTORS

Structure: The executive authority of the organization shall be invested in the Board of Directors, with the direction of the general membership, which shall be responsible for the management and property of the organization. The Board of Directors shall consist of a President, Vice President, Secretary and Treasurer, or as depicted in the By-Laws.

The number of persons constituting the initial Board of Directors of the corporation is four (4), and the titles, names and addresses of the officers who are to serve initially are:

President:           Boulah Quick  
765 N.W. 15th Place  
Pompano Beach, FL 33060  
(305) 783-7384  
S/S # 143-30-9052

Vice President:     Wendy Sherriff  
1800 N.W. 15th Street  
Fort Lauderdale, FL 33311  
(305) 523-2823  
S/S # 263-04-6280

Secretary:           Willie Mae Cuyler  
1012 N.W. 13th Court  
Fort Lauderdale, FL 33311  
(305) 462-1597  
S/S # 260-84-5658

Treasurer:           Mattie L. Lambert  
3911 N.W. 34th Way  
Lauderdale Lakes, FL 33309  
(305) 730-7020  
S/S # 262-83-0277

#### ARTICLE V

##### DUTIES OF THE BOARD OF DIRECTORS

1. To interpret and enforce the provisions of the Articles of the Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc.
2. To provide solely for the abused, neglected and abandoned children and their caretakers.
3. To communicate effectively with the communities, houses of worship, schools, businesses and any agency whose interests are also in the children, concerning the needs of the aforementioned children and their caretakers.

4. To formulate such rules and regulations, as in the opinion of the Board and the membership that are essential to the interests and objectives of the organization.
5. The manner of election of the directors shall be as provided in the by-laws.

#### ARTICLE VI

#### OFFICERS AND THEIR DUTIES

1. Officers and Terms. The officers of the organization shall be the President, Vice President, Secretary, and Treasurer. These positions shall be for the term of 1 year, unless one resigns, dies or the balance of the Board and the membership decide this individual is not performing his/her duties as pursuant to these Articles and the By-Laws.
  - A. The President shall be the Chief Officer who shall;
    1. Preside at all meetings of the Board of Directors and the monthly General Meetings.
    2. Be accountable for the activities within the Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc. organization.
    3. Sign all contracts and obligations, along with the Treasurer, authorized by the Board and the membership.
    4. Officially and publicly represent the organization as pursuant to these Articles, the By-Laws and the general membership.
    5. Be responsible for the day to day functions of the organization as pursuant to these Articles, the By-Laws and the general membership.
  - B. The Vice Presidents duties and responsibilities shall be:
    1. In the absence of the President, the Vice President shall assume the duties of the President.

2. To convene a monthly meeting of the Board of Directors.
3. To perform such other duties as set forth by the Board, the membership and the By-Laws.
4. To assist the President in the day to day functions of the organization.

C. The Secretary's duties and responsibilities shall be:

1. To record and disseminate the minutes of all Board and General meetings.
2. To compose all correspondence as directed and approved by the President, the Board and the membership.
3. Keep a record of and see that the Board and the membership has copies of all correspondence sent and received.
4. Perform such other duties as set forth by the Board of Directors, the membership and the By-Laws.

D. The Treasurer's duties and responsibilities shall be :

1. Collect all funds for prompt deposit in the Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc. bank account.
2. Disburse all funds authorized by the Board of Directors and the membership.
3. Submit all financial records to the Board, membership, or a selected person for audit to be done once each fiscal year.
4. Provide the Board and the membership with a copy of all financial correspondence.
5. Perform such other duties as set forth by the Board of Directors, the membership and the By-Laws.



2. Vacancy. In the event of a vacancy in any office the President shall appoint, and the Board of Directors and the general membership shall approve, someone to fulfill the office.

## ARTICLE VII

### AMENDMENT

The Articles of this Corporation may be amended, modified or altered as provided by Florida Statutes, with a majority vote of members at a regularly scheduled meeting of the general membership.

## ARTICLE VIII

### POLICY

1. The organization shall be self-governing, non-profit, non-partisan, non-sectarian, and shall not discriminate against any person on account of sex, age, race, creed, religion or national origin.
2. The organization shall solicit and receive funds for the accomplishment and furtherance of these Articles.
3. The organization shall not engage in any activities nor exercise any powers that are contrary to law or to the primary purpose for which the organization was formed.
4. No part of the income of the organization shall inure to the benefit of any member, trustee, director, or officer of the organization or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization affecting one or more of its purposes).
5. The Board of Directors, with the approval of the general membership of the organization shall have power to function in any manner and for whatsoever purposes that may be deemed proper or convenient in connection with any

of the aforesaid purposes or otherwise, or that it may deem calculated directly or indirectly, to improve the interest of the organization, and to have and to exercise all powers conferred by the laws pursuant to which and under which the organization is formed, as such laws are now in effect or may at any time hereafter be amended.

6. The organization shall enforce by legal means against any person, firm or corporation any right or privilege of the corporation whether it arises by contract, assignment, law or any other means.
7. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

#### ARTICLE IX MEMBERSHIP

Membership is open to all dues paid individuals having an interest in the welfare of the abused, neglected and abandoned children and their caretakers, as provided for in the By-Laws.

#### ARTICLE X

##### BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the General Membership and the Board of Directors.

**ARTICLE XI**  
**INDEMNIFICATION**

Every director and every officer of the organization shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceedings to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer of the organization, or any settlement therein, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the organization. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

**ARTICLE XII**  
**EVENT OF DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within 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, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE XIII  
INCORPORATION

The name and address of each incorporator is:

NAME	ADDRESS
Beulah Quick	765 N.W. 15th Place Pompano Beach, FL 33060 (305) 783-7384 S/S # 143-30-9052
Wendy Sherriff	1800 N.W. 15th Street Fort Lauderdale, FL 33311 (305) 523-2823 S/S # 263-04-6280
Willie Mae Cuyler	1012 N.W. 13th Court Fort Lauderdale, FL 33311 (305) 462-1597 S/S # 260-84-5658
Mattie L. Lambert	3911 N.W. 34th Way Lauderdale Lakes, FL 33309 (305) 730-7020 S/S # 262-83-0277

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 19th day of March, 1995.

SIGNATURE OF INCORPORATORS

Beulah Quick  
Beulah Quick

Wendy Sherriff  
Wendy Sherriff

Willie Mae Cuyler  
Willie Mae Cuyler

Mattie L. Lambert  
Mattie L. Lambert

STATE OF FLORIDA )

COUNTY OF BROWARD )

Before, me, Diane J. Schaut a Notary Public in and for the said County and State, personally appeared Beulah Quick, Wendy Sherriff, Willie Mae Cuyler, and Mattie L. Lambert, who acknowledged before me that they are the foregoing, and that the statements contained therein are true.

I relied upon the following forms of identification of the above named persons; Valid Florida Drivers' Licenses.

In witness whereof I have hereunto set my hand and seal this 19th day of March, 1995.

Diane J. Schaut  
Diane J. Schaut, NOTARY PUBLIC

(SEAL)

DIANE J. SCHAUT, NOTARY PUBLIC  
STATE OF FLORIDA  
MY COMMISSION EXPIRES 9/19/95

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

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is : Broward Professional Parents For Shelter, Foster & Adoptive Children, Inc.
2. The name and address of the registered agent and office is :

Beulah Quick  
765 N.W. 15th Place  
Pompano Beach, FL 33060  
(305) 783-7384  
S/S # 143-30-9052

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SIGNATURE Beulah Quick  
Beulah Quick

TITLE Beulah Quick  
President

DATE March 19, 1995

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 am familiar with and accept the obligations of my position as registered agent.

Dated 3/19/95

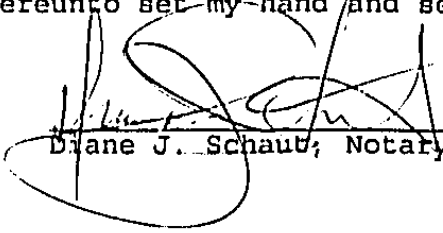
Beulah Quick  
Beulah Quick, Registered Agent

STATE OF FLORIDA    }  
COUNTY OF BROWARD  }

Before, me, Diane J. Schaut, a Notary Public in and for the said County and State, personally appeared Beulah Quick who acknowledged before me that the foregoing statement contained therein is true.

I relied upon the following forms of identification of the above named persons; Valid Florida Drivers' Licenses.

In witness whereof I have hereunto set my hand and seal this 19th day of March, 1995.

  
Diane J. Schaut, Notary Public

My commission expires May 17, 1995.

Seal