

N95 000002857

TRANSMITTAL LETTER

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

O'SAY CHILD DEVELOPMENT CENTER, INC.

(Proposed corporate name - must include suffix)

FILED
95 JUN 15 10 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Patricia Williams

Name (Printed or typed)

12178 Sunset Blvd

Address

Royal Palm Beach, Florida 33411

City, State & Zip

(407) 793-2614

Daytime Telephone number

900001513209
-06/15/95--01003--014
****131.25 ****131.25

MS Williams GAVE
AUTHORIZATION BY PHONE TO
CORRECT art 5
DATE 6-16
DOC. EXAM BE

BE 6/16

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

ARTICLES OF INCORPORATION
O'SAY CHILD DEVELOPMENT ENRICHMENT CENTER, INC.

The undersigning, acting as incorporation of a corporation not for profit under the State of Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I-NAME AND ADDRESS

The name of this corporation is:

O'Say Child Development Enrichment Center, Inc.

ARTICLE II-PRINCIPAL PLACE OF BUSINESS
AND MAILING ADDRESS.

The mailing address and the address of the principal office of this corporation shall be:

255 S. Lake Ave.

Pahokee, FL 33476

ARTICLE III-PURPOSES

This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). These purposes are as follows:

(1) To receive and maintain a fund or funds and to apply the income and principal thereof for charitable and educational purposes, within the United States of America; and more particularly, but without limiting the generality of the foregoing, to organize, construct, and operate a Day Care to care for children; to make and receive gift or gifts to other corporations or associations organized and operated exclusively for charitable and educational purposes; and generally to carry on

FILED
95 JUN 16 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

either alone or in cooperation with other any and all activities in furtherance of one or more of the said purposes;

(2) To take and hold by bequest, devise, gift, purchase or lease, whether absolutely or in trust, for any of its purposes, any property, real or personal, without limitation as to amount or value; to sell, convey and dispose of any such property and to invest and reinvest the income and principal thereof, and to deal with and expend the income and the principal of the corporation for any of the purposes hereinbefore set forth; and

(3) To do all things necessary or appropriate in order to accomplish the foregoing purposes.

This corporation shall possess all powers and authority permitted by law, except.

(1) No part of the net earning of the corporation shall inure to the benefit of, or be distributed to other private persons, except that this corporation shall be authorized and empowered to pay reasonable retribution to, its members, Trustees, officers or compensation for services rendered and to make payments in furtherance of the purposes set forth in this Articles III; and

(2) No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, 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; and

(3) Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or the Code, or (b) by a corporation, contributions to which are deductible under Section 170

(c)(2) of the Code.

ARTICLE IV APPOINTMENT OF DIRECTORS

The members of the Board of Directors of this corporation are appointed by a committee made of community representatives interested on the welfare of the child. This corporation shall have no members.

Qualifications for membership and manner of admission of members shall be regulated by the Bylaws of the Corporation. The membership of this corporation shall constitute the incorporator and such other persons, from time to time hereafter, as may become members in the manner provided in the By-laws.

All members, officers, directors, employees and volunteer staff of O'Say Child Development Enrichment Center, INC. must subscribe to the principles and believes of this organization.

The members of the Board of Directors of this corporation will be selected by year nominations, and appointed by a committee made of community representatives interested on the same goals and objectives that created O'Say Child Development Center, Inc. This corporation will recruit actives members from churches, institutions, business and from the community at large, membership fees are set at \$30.00 per year, monies that will be used to pay year corporate fees.

ARTICLE V BOARD OF DIRECTORS

This corporation shall have nine (4) directors initially. The number of directors will be increase or decrease from time to time, by amendment of the By-Laws of this corporation in the manner provided in the By-Laws, but shall never be less than (3).

The name and address of the initial directors of this corporation are:

Title	Name	Address
Chairman:	Majorie Gregory	130 Queens LN, Royal P.B. Fl. 33411 (407) 791-8419
Secretary:	Steve Wilson	524 S.W. 4th St., Belle Glade, Fl. 33430 (407) 996-7527
Treasurer:	Alberta Brown	3045 Seville St., Pahokee, Fl. 33476 (407) 924-8289

MEMBERS:

Yvonne Jackson P.O. Box 471036, Lake Monroe, Fl 32747
(407) 322-1159

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 25th day May, 1995

Signature(s) of Incorporator(s):

Majorie Gregory-Watkins
Alberta Brown
Steve Wilson

Type name of incorporator signing

The initial director shall hold office until the first annual meeting of this corporation.

ARTICLE VI - BY-LAWS.

The By-Laws of this corporation may be adopted, altered, amended or repealed by the directors.

ARTICLE VII-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 255 S. Lake Ave. Pahokee Fl. 33476 and the name of the initial registered agent of this corporation at that address is Mrs. Pat Williams, by a corporation, contributions to which are deductible under 170 (c)(2) of the Internal Revenue Code.

ARTICLE VIII - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or 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 organizations under 501(c)(3) of the Internal Revenue Code of 1986. Assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for the purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX - AMENDMENT OF ARTICLE

These Articles of incorporation, or any amendment hereto, may be amended, altered, superseded or repealed at the meeting of the directors called for the purpose thereof by the affirmative vote of the directors of this corporation then in office.

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me personally came and appeared Mrs. Patricia Williams. Who produced
an identification a Florida driver's license showing him to be the individual
described in and who executed the foregoing instrument and acknowledged to and
before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid

this 21st day of April, 1995

Notary Public

State of Florida at Large

Certificate No.

My commission expires:

Mrs. Patricia Williams

Mrs. Patricia Williams
255 S. Lake Ave
Pahokee, Fl. 33476

Karen M. Clark
Notary Signature



ARTICLES X- Incorporators.

The name(s) and Street Address(es) of the incorporator(s) / REGISTERED AGENT for these articles of incorporation is(s). as sited on article VII.

In WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of April, 1993.

I ACCEPT DESIGNATION AS REGISTERED AGENT

Mrs. Patricia Williams
Mrs. Patricia Williams

FILED
95 JUN 16 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 27, 1997

To Whom it May Concern
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Dear To Whom it May Concern:

This letter contain as request to amend the Articles of Incorporation for O'Say Child Development Enrichment Center, Inc. A check in the amount of 43.75 is also enclosed to cover the cost of the amendment change filing fee and a new certificate of status. Please mailed the new certificate of status to the address indicated below.

O'Say Child Development Center

P.O. Box 574

Pahokee, Fl. 33476.

200002280822--2
-08/29/97--01032--020
*****43.75 *****43.75

Sincerely,

Cornesha Dukes-Chisholm

Cornesha Dukes-Chisholm
Executive Director

FILED
97 AUG 29 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*See
9/8*

Amend

P.O. BOX 574
PAHOKEE, FL. 33476

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
97 AUG 29 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

O'SAY CHILD DEVELOPMENT ENRICHMENT CENTER, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

ADD: ARTICLE X

ARTICLE X: THE FEDERAL EIN FOR O'SAY CHILD DEVELOPMENT
ENRICHMENT CENTER, INC., IS 65-0594474.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: JULY 16, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 22 day of AUGUST, 19 97

Signature

Cornesha V. Dukes-Chisholm

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CORNESHA V. DUKES-CHISHOLM

Typed or printed name

EXECUTIVE DIRECTOR

Title