

N96000001884

TRANSMITTAL LETTER

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

FILED
95 APR -5 PM 4:04
TALLAHASSEE, FLORIDA

SUBJECT: Y.A.C.I.D. INC.
(YOUNG ADULTS CONSCIOUS INDEPENDENT DEVELOPMENT)
Proposed corporate name

400001723884
-02/26/96--01054--009
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$78.75 (Seventy eight dollars and Seventy five cents) for Filing Fee & Certificate.

Please return the photocopy to me with the filing date stamped on it.

FROM: DANTE VICENS
3800 LAKE UNDERHILL ROAD
ORLANDO, FLORIDA 32803.
(407) 282-0390

8 1996
F. CHESSEY APR 8 1996

796 8719

(2)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 28, 1996

DANTE VICENS
3800 LAKE UNDERHILL ROAD
ORLANDO, FL 32803

SUBJECT: Y.A.C.I.D., INC. YOUNG ADULTS CONSCIOUS INDEPENDENT
DEVELOPMENT
Ref. Number: W96000004485

We have received your document for Y.A.C.I.D., INC. YOUNG ADULTS CONSCIOUS INDEPENDENT DEVELOPMENT and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 796A00008719

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TALLAHASSEE, FLORIDA

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Registered Agent
Dante Vicens
3800 Lake Underhill Rd.
Orlando, FL 32803

March 26, 1996

Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314


RE: Refiling of Articles of Incorporation

To who it may concern:

We are refiling our Articles of Incorporation with the Department of State within the 60 days of advisement from your office. Our filing fees have been paid, and enclosed you will find a copy of the letter we received from your office that will give the reason for our refiling of articles. From this point we believe the Articles of Incorporation are complete and prepared for filing.

Thank you, we anticipate your response.

Cordially


Dante Vicens
Registered Agent

(3)

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. 6327
Tallahassco, Fl 32314

SUBJECT: YOUNG ADULTS CONSCIOUS INDEPENDENT DEVELOPMENT, INC.
Proposed Corporate Name

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$78.75 (Seventy eight dollars and Seventy five cents) for Filing Fee & Certificate.

Please return the photocopy to me with the filing date stamped on it.

FROM: DANTE VICENS
3800 LAKE UNDERHILL ROAD
ORLANDO, FLORIDA 32803
(407) 282-0390

6

ARTICLES OF INCORPORATION
OF
YOUNG ADULTS CONSCIOUS INDEPENDENT DEVELOPMENT, INC.
A FLORIDA NON-PROFIT CORPORATION.

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME. The name of the Corporation is:
YOUNG ADULTS CONSCIOUS INDEPENDENT DEVELOPMENT, INC.

ARTICLE II

DURATION. The duration of the Corporation is perpetual.

ARTICLE III

PURPOSE. The purpose of the corporation is as follows:

A. This corporation is a nonprofit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are: To establish a YOUNG ADULTS INSTITUTION/S organized and operated exclusively for one or more of the purposes as specified in section 501 (c) (3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Our purposes include but are not limited to the following:

To attract revenue for the improvement of social welfare, provide for those in need, and to provide multiple public services.

To provide its participants a safe comfortable atmosphere whereby education, health, maturity, and responsibility can be nurtured into Young adults.

To further foster a safe haven where young adults can seek refuge from our terroristic and hazardous streets.

To provide facilities, guidance, and opportunities; where young adults can develop their faculties, and an open mind; and

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find themselves spiritually, mentally, and physically, thereby enhancing their consciousness; enabling the youth to become effective productive citizens.

To nourish assistance and compassion with each other, and to share and bear each others burden.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purpose.

ARTICLE IV

MEMBERS. The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of any class of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. Any person may become a member of any class as provided in the Bylaws. Any class of member may meet as provide in the Bylaws.

The name and address of each initial Voting Member is as follows:

Name	Address
Rene Hechavarria	3950 Tiger Bay Rd. Daytona Beach, Fl 32124
Adrian L. Johnson	3950 Tiger Bay Rd. Daytona Beach, Fl 32124
Emma Maldonado	714 Kings Cove Ct. Orlando, Fl 32807

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE. The initial registered agent is "Dante Vicens" and the initial registered office is 3800 Lake Underhill Road Orlando, Fl 32803.

(2)

ARTICLE VI

INITIAL BOARD OF DIRECTORS. The initial Board of Directors shall have 4 members whose names and addresses are:

Name	Address
Rene Hochavarria	3950 Tiger Bay Rd. Daytona Beach, Fl 32124
Adrian L. Johnson	3950 Tiger Bay Rd. Daytona Beach, Fl 32124
Emma Maldonado	714 Kings Cove Ct. Orlando, Fl 32807
Dante Vicens	1313 Kingston Ave. Orlando, Fl 32807

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

ARTICLE VII

OFFICERS. The officers of the Corporation shall consist of a Chairman, President, Chief Executive Officer; Vice-Chairman, Senior Executive Vice-President, Chief Operating Officer; Secretary, Chief Administrative Officer; Treasurer, Chief Financial Officer; and Executive Vice-President. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

The name and address of each initial Officer of the Corporation is as follows:

Title	Name	Address
Chairman, President, C.E.O.	Dante Vicens	1313 Kingston Ave. Orlando, Fl 32807
V-Chairman, Senior Executive V-President, C.O.O.	Emma Maldonado	714 Kings Cove Ct. Orlando, Fl 32807
Secretary, C.A.O.	Dante Vicens	1313 Kingston Ave. Orlando, Fl 32807
Treasurer, C.F.O.	"	"
Executive V-President	Emma Maldonado	714 Kings Cove Ct. Orlando, Fl 32807

(8)

ARTICLE VII

INCORPORATORS. The names and addresses of the incorporators of this corporation are:

Name	Address
Reno Hochavarria	3950 Tigor Bay Rd. Daytona Beach, Fl 32124
Adrian L. Johnson	3950 Tigor Bay Rd. Daytona Beach, Fl 32124
Emma Maldonado	714 Kings Cove Ct. Orlando, Fl 32807

ARTICLE IX

NONSTOCK BASIS. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Nonprofit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on 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.

In any taxable year in which this corporation is a private foundation as described in section 509 (a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code.

(9)

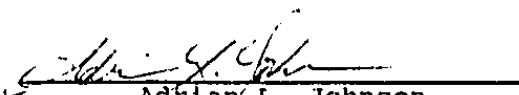
ARTICLE X

CORPORATE ADDRESS. The street address of the Corporation's initial principal office is 3800 Lake Underhill Rd. Orlando, Fl 32807.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 5-23-90

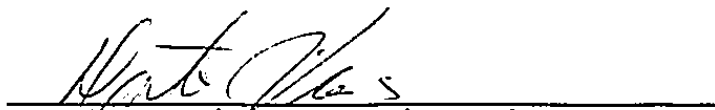

Rene Hechavarria


Adrian L. Johnson


Emma Maldonado

(Signatures of Incorporators)

I accept designation as registered agent:


Dante Vicens, Registered Agent

(4)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

YOUNG ADULTS CONSCIOUS INDEPENDENT DEVELOPMENT, INC.

2. The name and address of the registered agent and office is:

DANTE VICENS
3800 LAKE UNDERHILL ROAD
ORLANDO, FLORIDA 32803.

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

Dante Vicens
DANTE VICENS

3-23-96
DATE

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