



Legal Aid Society
of the Orange County Bar Association, Inc.

N96000003278

ATTORNEYS
Mary Anne De Petullo
Executive Director

Angel M. Bello-Billini
Helaine M. Blum
Alan C. Brenner
Susan Khoury
Jerrold G. Magruder
Lara J. Thatcher
Catherine A. Tucker

June 12, 1996

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

Re: Incorporation of People to People, Inc., a corporation
not-for-profit

Dear Gentlepersons:

Please find enclosed for filing the following:

1. Original and one copy of the Articles of Incorporation of People to People, Inc.;
2. Designation of Registered Agent;
3. Filing fee payable to Secretary of State in the amount of \$122.50.

Please return the notice of filing and certified copy of the articles to my office.

Sincerely,

Hel M Blum

Helaine M. Blum
Attorney at Law

enclosures

cc: Carolyn Brookes (no enclosures)

FILED
95 JUN 17 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



6-19-96
KFC

Articles of Incorporation
of
People to People, Inc.

FILED
95 JUN 17 PM 3:37

SECM
FILED
STATE

The undersigned, acting as incorporators of a corporation not for profit pursuant to Chapter 617, Florida Statutes, 1991, as amended, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be "People to People, Inc."

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal office for the transaction of business of this corporation and the mailing address shall be 106 E. Church Street, Orlando, FL 32801.

ARTICLE III - TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE IV - PURPOSES

The corporation is organized pursuant to the provisions of the general non-profit corporation law of the State of Florida.

The corporation is organized exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding provisions of any future United States Internal Revenue Law. Without limiting the foregoing, the express purposes of the Corporation are to assist at-risk families and individuals who are striving to become self-sufficient, by matching those with needs to those who have resources.

ARTICLE V - DIRECTORS

The affairs of the Corporation shall be conducted and managed by a Board of Directors consisting of not less than three (3) members, as fixed from time to time by the By-Laws of the Corporation and Directors shall be elected or appointed in the manner provided in the By-Laws of the Corporation. The names and addresses of the initial Board of Directors who are to serve as Directors until the first meeting of the Corporation or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Carolyn Brookes	265 Lazy Acres Lane Longwood, FL 32750
Suzanne Lai	106 E. Church Street Orlando, FL 32801
Robert Pickerill	1408 Fairview St. Orlando, FL 32804
Joan Ruffier	1115 Bellaire Circle Orlando, FL 32804
Elaine Beacham	4170 Rose Petal Lane Orlando, FL 32808

ARTICLE VI - MEMBERSHIP

This Corporation will be a non-membership corporation.

ARTICLE VII - POWERS

The Corporation shall have all the powers granted corporations not for profit under the Laws of the State of Florida; provided, notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists and as it may be amended from time to time, or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE VIII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the corporation remaining after payment of, or provision for payment of, all debts and liabilities of the corporation, shall be distributed to one or more organizations, which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding provisions of any future United States Internal Revenue Law, exclusively to accomplish public purposes and none of the assets will be distributed to any member, director, officer, or trustee of this corporation.

ARTICLE IX - AMENDMENT

The Corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this

Corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute.

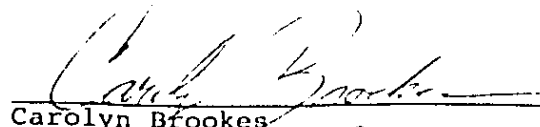
ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS

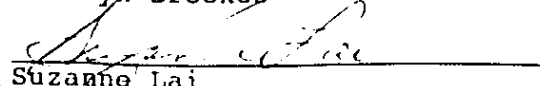
The initial registered office of the Corporation shall be 106 E. Church Street, Orlando, FL 32801, and the name of the initial registered agent at that address is Suzanne Lai.

ARTICLE XI - INCORPORATOR

The name and address of the incorporators for these Articles of Incorporation are: Carolyn Brookes, 265 Lazy Acres Lane, Longwood, FL 32750; and Suzanne Lai, 106 E. Church Street, Orlando, FL 32801.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of ~~April~~ ^{May}, 1996.

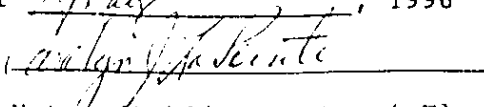

Carolyn Brookes


Suzanne Lai

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgements, personally appeared Carolyn Brookes and Suzanne Lai, to me personally known and who executed the foregoing instrument, and they acknowledged before me that they executed the same for the purpose therein expressed and an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 3rd day of May, 1996


Notary Public, State of Florida
at Large
My Commission Expires:

CAROLYN J. LaPOINTE
Notary Public, State of Florida
My Comm. Expires Aug. 22, 1997
Comm. No. CC310206

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 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: People to People, Inc.
2. The name and address of the registered agent and office is:
Suzanne Lai
106 E. Church Street
Orlando, FL 32801

Having been named as registered agent and to accept service of process of 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.

Suzanne Lai
SIGNATURE

June 30 1996
DATE

FILED
95 JUN 17 PM 2:37
STATE
TALLAHASSEE