

796000003749
TRANSMITTAL LETTER

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

200001874302
-06/25/96--01023--015
****131.25 ****131.25

SUBJECT: Sunflower Learning Center Inc
(Proposed corporate name - must include suffix)

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: Maydote Anencibia
Name (Printed or typed)

5331 SW 6th St
Address

Miami, FL 33134
City, State & Zip

305-222-323-5272
Daytime Telephone number

FILED
96 JUL 17 PM 2:37
TALLAHASSEE, FL

W96-13490

AL JUL 17 1996

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 25, 1996

MAYDOLE ARENCIBIA
5331 S.W. 6TH ST.
MIAMI, FL 33134

SUBJECT: SUNFLOWER LEANING CENTER INC.
Ref. Number: W96000013490

We have received your document for SUNFLOWER LEANING CENTER INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 896A00031489

July 11, 1996

From; Robert A. Young
3375 Franklin Ave, Ste B
Miami, FL 33133

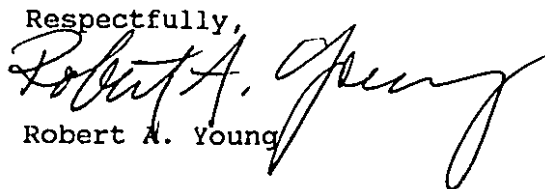
To: Florida Division of Corporations

Re: Revised Articles of Incorporation

Dear Sir or Madame

Please find enclosed a revised copy of the Articles of Incorporation of Sunflower Learning Center. We have previously forwarded to your office a check for fees in the requisite amount. If there are any question regarding the above-described corporation feel free to contact me 305/447-1604.

Respectfully,


Robert A. Young

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ARTICLES OF INCORPORATION
OF
SUNFLOWER LEARNING CENTER, INC.

96 JUL 17 PM 2:37

SECRET
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under Chapter 617 of the laws of the State of Florida, do hereby make and adopt the following Articles of Incorporation:

Article I

NAME

The name of the corporation is: SUNFLOWER LEARNING CENTER, INC.

Article II

NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefits of its Members, Directors or Officers, except to the extent permissible under law.

Article III

The address of the principal office is 5331 S.W. 6th Street, Miami, FL 33134, and the mailing address is the same as above.

Article IV

DURATION

The period of the duration of this corporation shall be perpetual.

Article V

PURPOSES

The Corporation is organized exclusively for one or more the purposes as specified in section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any United States Internal Revenue Law). In operating as a Section 501 (c)(3) organization exclusively, the Corporation will carry on the following objectives and purposes :

A: To provide day care assistance for children and youth, and to provide counseling for the same. Furthermore to promote and

assist in the growth and development of youth, including but not limited to the greater Miami area.

B: To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to it's amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property, for any of the purposes set forth herein.

C: To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

D: To engage in and transact any other lawful activity, solely in furtherance of the foregoing Purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to said Act.

E: To draw or raise monies for any of the purposes of the corporation and, from time to time limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts bills of exchange, warrants, bonds, debentures or other negotiable or non-negotiable instruments and evidence of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyances or assignment in trust of the whole of any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

Article VI

LIMITATION

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 for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

Article VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 3375 Franklin Avenue, Suite B, Coconut Grove, Florida 33133, and the name of its initial Registered Agent at that address is Law Office of Robert A. Young.

Article VIII

INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is 3. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Directors annually. The name address of each initial Director of the Corporation is as follows:

Name	Address
Maydole Arencibia	5331 S.W. 6th St., Miami, FL 33143
Alberto Arencibia	5331 S.W. 6th St., Miami, FL 33143
Migdalia Garcia	5331 S.W. 6th St., Miami, FL 33143

Article IX

OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, and/or Treasurer and such other Officers and Assistant Officers as may be provided 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 in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Name	Address
Maydole Arencibia	5331 S.W. 6th St., Miami, FL 33143--Pres
Alberto Arencibia	5331 S.W. 6th St., Miami, FL 33143--V.P
Migdalia Garcia	5331 S.W. 6th St., Miami, FL 33143-Treas

Article X

INCORPORATORS

The name and address of each Incorporator is as follows:

Name	Address
Maydole Arencibia	5331 S.W. 6th St., Miami, FL 33143

Article XI

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

Article XII

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

Article XIII

INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

Article XIV

COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 617 of the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

Article XV

NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

Article XVI

TAX EXEMPT

It is intended that the Corporation shall have the status of a corporation that is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code and an organization described in Section 501(c)(6) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. All references in these Articles to sections of the Internal Revenue Code or Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

IN WITNESS WHEREOF, the undersigned have signed the Articles of Incorporation on this 12th day of July, 1994.

Margaret O'Connell
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Foundation of Community Assistance and Leadership, which is contained in the foregoing Articles of Incorporation.

DATED this 12th day of July, 1994.

Robert H. Green
Registered Agent

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FBI
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE