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September 13, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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RE: THE CHRISTMAS TOY HOUSE

Dear Sir/Madam:

Enclosed is an original plus one copy of Articles of Incorporation for The Christmas Toy House, a non-profit corporation. Also enclosed is a check in the sum of \$122.50 and a stamped, self-addressed envelope for return of a copy of the Articles.

Thank you.

Very truly yours,

Gloria L. Latoski
Gloria L. Latoski
Legal Assistant

/gl
Enclosures

FILED
96 OCT -4 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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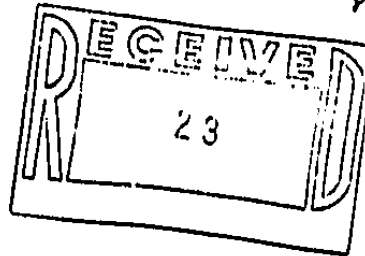
FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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96 OCT -4 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 17, 1996

GLORIA L LATOSKI LEGAL ASSISTANT
237 LOOKOUT PLACE STE 100
MAITLAND, FL 32751

SUBJECT: THE CHRISTMAS TOY HOUSE
Ref. Number: W96000019477



GL. add INC

We have received your document for THE CHRISTMAS TOY HOUSE and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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.

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.

Frelida Chesser
Corporate Specialist

Letter Number: 396A00042943

ARTICLES OF INCORPORATION
OF
THE CHRISTMAS TOY HOUSE, INC.

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96 OCT -4 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, have associated ourselves together and hereby associate ourselves together, for the purpose of becoming incorporated under the laws of the State of Florida as a corporation not for profit, pursuant to the following Articles of Incorporation:

I. NAME

The name of this corporation shall be THE CHRISTMAS TOY HOUSE, INC. Its principal office shall be 221 Graham Road, Fern Park Florida 32730.

II. PURPOSE

The purpose of this corporation is to provide charitable works to the community and in particular to raise the morale and mental well being of needy children whose family circumstances render them and their parents destitute unable to provide cultural benefits of the Christian society.

"Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities

not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law or (b) a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

"This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law)."

III. POWERS

The corporation shall be empowered to publish papers, pamphlets, newsletters, books, magazines; acquire, rent, lease, let, hold, own, buy, convey, mortgage, bond, sell or assign, property real, personal or mixed, as the purposes of this corporation, whether expressed or implied, shall require; associate itself with other persons, corporate or natural, for the purposes or becoming a member of, and in otherwise associating itself with other corporations, or associations, of a similar or like nature; collect dues, fees, rents, fines, subscriptions and other revenues to the advantage of the corporation, and to do and perform all such other acts and things, including those generally allowed by the

laws of the State of Florida, relative to corporation not for profit, as now existing, or as the law may henceforth provide, as from time to time may be necessary, or expedient in the exercise of any or all of its corporate functions, powers and rights in furtherance of the exempt purposes for which it has been organized as described in Section 501(c)(3) Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws.

IV. QUALIFICATION OF MEMBERS

The members of this corporation shall be the incorporators, officers, directors, and such other persons as may from time to time be elected to membership by the general meeting of members, and may be any adult person certifying an interest in the corporation's works, and its purposes and objectives.

V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

VI. INCORPORATORS

The name and address of the incorporator is as follows:

Aldo Icardi
Post Office Box 1656
Maitland, Florida 32794-1656

VII. MANAGEMENT OF CORPORATION

The affairs and business of this corporation shall be conducted and managed by the Board of Directors of the corporation, and a President, Vice-President, Secretary, and Treasurer.

VIII. OFFICERS

The names of the officers who are to serve until the first election are:

President:	Lynn J. Grant
Vice President:	Hal Cornell
Secretary:	Debbie Rigdon
Treasurer:	Laura Grant

IX. DIRECTORS

The Board of Directors of the corporation will consist of at least three and not more than twenty-five persons, the exact number to be prescribed from time to time by the Board of Directors, all of whom will be elected annually by the then existing Board of Directors of the Corporation. The first Board of Directors and

their respective addresses are as follows:

Ms. Lynn J. Grant
221 Graham Road
Fern Park, FL 32730

Mr. Hal Cornell
105 Cottesmore Circle
Longwood, FL 32779

Ms. Debbie Rigdon
1635 Brooks Lane
Oviedo, FL 32765

Mr. Thompson P. Swartz
P. O. Box 962
Apopka, FL 32703

Ms. Laura Grant
1243 Woodridge Court
Altamonte Springs, FL 32714

Ms. Alice Weir
312 Santiago Drive
Winter Park, FL 32789

X. REGISTERED OFFICER

The registered office of this corporation shall be 237 Lookout Place, Suite 100, Maitland, Florida 32751.

The resident agent for the service of process shall be Aldo Icardi.

XI. BY-LAWS

The By-Laws of the corporation shall be made by the general

meeting of members and may be amended, altered or rescinded by a majority of the general members present at any regular or special meeting called for that purpose.

XII. AMENDMENTS

Amendments to the Articles of Incorporation shall be adopted by a majority of the general meeting of members at any regular or special meeting called for that purpose and proposed by the Board of Directors to the membership. A two-thirds majority vote of all Board members shall be necessary to amend the Articles of Incorporation.

XIII. DISSOLUTION

"In the event of dissolution, the residual assets of the organization will be turned over to B.E.T.A. (Birth Education Training Acceptance), Orlando, Florida, which is an exempt organization described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding Sections of any prior or future Internal Revenue Code, or to the Federal, State or Local Government for exclusive public purposes."

XIV. MISCELLANEOUS

A. The corporation shall never discriminate against or in behalf of persons by reason of race, color, religion, creed, sex, sect, marital status or economic status in connection with any activity in which it may engage, nor shall it associate itself with persons or organizations who do so discriminate.

B. No part of the net earnings of the corporation shall enure to the benefit or, or be distributed to its members, Directors, Officers, or other private persons, except 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 II hereof.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 2nd day of October, 1996.


ALDO ICARDI, INCORPORATOR

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State aforesaid to take acknowledgements,

personally appeared ALDO ICARDI, who is personally known to me and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of October, 1996.

Gloria L. Latoski
NOTARY PUBLIC
My Commission Expires:



GLORIA L. LATOSKI
My Commission CC438008
Expires Mar 02, 1999
Bonded by HAI
800-422-1586

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Section 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that The Christmas Toy House, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at the City of Maitland, County of Orange, State of Florida, has named Aldo Icardi, located at 237 Lookout Place, Suite 100, City of

Maitland, County of Orange, State of Florida, as its agent to
accept service of process within this State.

Ad. S.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

BY:

Ad. S.

Registered Agent