

N97000006356

LAW OFFICE OF  
**GREGORY V. BEAUCHAMP, P.A.**  
107 EAST PARK AVENUE/P.O. BOX 1129  
CHIEFLAND, FLORIDA 32644  
352-493-1458

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 AM 10:58

November 4, 1997

EFFECTIVE DATE  
11-6-97

Secretary of State  
Division of Corporations  
P. O. BOX 6327  
The Capitol  
Tallahassee, FL 32314

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-11/05/97--01079--001  
\*\*\*122.50 \*\*\*122.50

Re: Kathy's All Things Day Care and Learning Center, Inc..

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced non-profit corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	35.00
Registered Agent	<u>52.50</u>

\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me at your earliest opportunity.

Sincerely,

  
Gregory V. Beauchamp

GVB/kjh

Enclosure

D. BROWN NOV 12 1997

LAW OFFICE OF  
**GREGORY V. BEAUCHAMP, P.A.**

107 EAST PARK AVENUE / P.O. BOX 1129  
CHIEFLAND, FLORIDA 32644

352-493-1458

November 7, 1997

Secretary of State  
Division of Corporations  
P. O. Box 6327  
The Capitol  
Tallahassee, FL 32314

Attn: Doris Brown

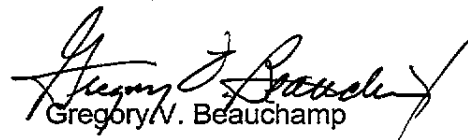
Re: Kathy's All Things Day Care And Learning Center, Inc.

Dear Ms. Brown:

Enclosed please find the original and copy of the Articles Of Incorporation for the above-named corporation. My office spoke with you on Monday, November 3, 1997 and you were going to intercept the original and copy mailed on Friday to your office and return it to us for correction. You also advised you would retain the check for the filing fee.

Please file the original and return a certified copy to me at your earliest opportunity. Thank you for your help in this matter.

Sincerely,

  
Gregory V. Beauchamp

GVB/dp  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 AM 10:59

**ARTICLES OF INCORPORATION**

**OF**

**KATHY'S ALL THINGS DAY CARE AND LEARNING CENTER, INC.**

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

**ARTICLE 1**

**NAME**

The name of the Corporation is **KATHY'S ALL THINGS DAY CARE AND LEARNING CENTER, INC.** 3650 N. W. 52nd Place - Bell, FL 32619-9539

**ARTICLE 2**

**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 benefit of the Members, Trustees or Officers, except to the extent permissible under law.

**ARTICLE 3**

**DURATION**

The duration of the Corporation is perpetual.

**ARTICLE 4**

**PURPOSES**

The Corporation is organized, and shall be operated exclusively for providing day care services, so as to educate, aid, train and care primarily for culturally deprived children and to promote the physical, emotional and intellectual development of such

EFFECTIVE DATE  
11-6-97

children; to employ specialists in childcare and development, directors and such other personnel as may be needed in the operation of the day care center.

The general purposes for which this corporation is formed are to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization under Section 501( c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

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 its 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 and the income, principal and proceeds of such property, for any of the purposes set forth herein.

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

## **ARTICLE 5**

### **LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefits of or be distributable to its Members, Trustees 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 4 hereof.

## **ARTICLE 6**

### **MEMBERS**

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges 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. The name and address of each initial Voting Member is as follows:

NAME	ADDRESS
WILLIE SPEARS, JR.	3650 N. W. 52nd Place Bell, FL 32619-9539
KATHY SPEARS	3650 N. W. 52nd Place Bell, FL 32619-9539

## **ARTICLE 7**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 3650 N. W. 52nd Place, Bell, FL 32619-9539, and the name of its initial Registered Agent at that address is WILLIE SPEARS, JR.

## **ARTICLE 8**

### **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 three. 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 Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

NAME	ADDRESS
WILLIE SPEARS, JR.	3650 N. W. 52nd Place Bell, FL 32619-9539
KATHY SPEARS	3650 N. W. 52nd Place Bell, FL 32619-9539
KAREN WASSON	8751 N. W. 111th Lane Chiefland, FL 32626

## ARTICLE 9

### OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, 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 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:

NAME	ADDRESS	TITLE
WILLIE SPEARS, JR.	3650 N. W. 52nd Place Bell, FL 32619-9539	President
KATHY SPEARS	3650 N. W. 52nd Place Bell, FL 32619-9539	Secretary/Treasurer

## ARTICLE 10

### INCORPORATORS

The name and address of each Incorporator is as follows:

NAME	ADDRESS
WILLIE SPEARS, JR.	3650 N. W. 52nd Place Bell, FL 32619
KATHY SPEARS	3650 N. W. 52nd Place Bell, FL 32619

## **ARTICLE 11**

### **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 12**

### **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, Directors 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 13**

### **COMMENCEMENT OF CORPORATE EXISTENCE**

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

## **ARTICLE 14**

### **NONSTOCK BASIS**

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

## **ARTICLE 15**

### **DISSOLUTION**

In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempted from federal income tax as organizations described in Section 501( c)(3) of the Internal Revenue Code of 1986,

as amended or the corresponding provisions of any future United States Internal Revenue Law, or the federal, state or local government for exclusively public purposes.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 6<sup>th</sup> day of November, 1997.

  
WILLIE SPEARS, JR.

  
KATHY SPEARS



STATE OF FLORIDA

COUNTY OF LEVY

I HEREBY CERTIFY that on this 6<sup>th</sup> day of November, 1997, an officer duly qualified to take acknowledgments, personally appeared WILLIE SPEARS, JR. and KATHY SPEARS (☒) personally known or (☐) produced identification \_\_\_\_\_, in the County and State last aforesaid. No oaths were taken.

(SEAL)

My Commission Expires:



Kathleen Joan Hope  
MY COMMISSION # CC580820 EXPIRES  
August 28, 2000  
BONDED THRU TROY PAIR INSURANCE, INC.

Kathleen Joan Hope  
Notary Public


Kathleen Joan Hope  
Notary Printed Name

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 AM 10:59

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of KATHY'S ALL THINGS DAY CARE AND LEARNING CENTER, INC. , which is contained in the foregoing Articles of Incorporation.

Dated this 6<sup>th</sup> day of November, 1997.

  
\_\_\_\_\_  
WILLIE SPEARS, JR.  
Registered Agent