N97000006934

TRANSMITTAL LETTER

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

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| SUBJECT: | EARTH F | AMILY, INC. | • | | | |
|--|--|--------------------------------------|---|--|--|------------------|
| | | (Proposed corpora | ate name - must include si | uffix) | | |
| Enclosed is a | an original and o \$70.00 Filing Fee | \$78.75 Filing Fee | he articles of incorpo \$122.50 Filing Fee & Certified Copy | ration and a check \$131,25 Filing Fee, Certified Copy & Certificate | 97 DEC 12 AM 8: 33 SEC. ALTA NEW STATE TALLAHAS SEE, FLORIDA | |
| F RO M | | Name | (Printed or typed) Blvd., Ste 201 | 1 | | |
| | | | Address | | | |
| | Pompan | Beach, FI Ci 954/76 Daytine | ty, State & Zip 4-2//4 e Telephone number | | - | |
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| " region ! | - NUTE: 4 lea | se provide the | original and one co | py or the armetes. | | 1 |
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ARTICLES OF INCORPORATION OF EARTH FAMILY, INC.

ONE: The name and address of this principal corporation is Earth Family, Inc., 2605 E. Atlantic Blvd., 201, Pomp. Beh., in Broward County The corporation is organized pursuant to the FLORIDA Nonprofit Corporation Code.

TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for, charitable and educational purposes. The Program will consist of educational outreach to children and adults, school and community programs designed to increase direct participation in restoring the

THREE: earth's environment. The duration of this corporation shall be perpetual, no stock and shall have no members.

FOUR: The address of the registered office is: 2605 E Atlantic Blvd. 201

Pompano Beach, FL 33062 and the name and address of the of the registered agent of the corporation shall be:

Karen Shelly 2605 E.Atlantic Blvd., 201 Pompano Beach, FL 33062

FIVE:

- (a) This corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- Not-withstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry on (l) by a corporation exempt from federeal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

SIX:

The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

NAME

ADDRESS

Leonard Solomon

President

1016 S.E. 4th St.

Ft. Lauderdale, FL 33301

Daisy Miller

2437 Castilla Isle

Secretary

Ft. Lauderdale, FL 33301

Roslyn Solomon

Treasurer

1016 S.E. 4th St.

Ft. Lauderdale, FL 33301

SEVEN:

The property of this corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

EIGHT:

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts, and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for, Educational and Charitable under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such asset not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is located, exclusive for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

NINE:

Executed on December 9, 1997. The name and address of the incorporator of this corporation shall be:

Karen Shelly

2605 East Atlantic Blvd., #201

Pompano Beach, FL 33062

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: | |
|--|--|
| EARTH FAMILY, INC. | |
| (must include suffix) | ************************************** |
| 2. The name and address of the registered agent and office is: Karen Shelly | 97 DEC 12 AM |
| (NAME) | - C & & - |
| 2605 E. Atlantic Blvd., Ste. 201 (P.O. Box or Mail Drop Box NOT ACCEPTABLE) | 8: 33 LORIDA |
| Pompan Beach, FL 33062 (CITY/STATE/ZIP) | |

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.

Kally Shelly 12/1/97
(SIGNATURE) (DATE)