

198000001247

Ryon M. McCabe  
200 South Biscayne Boulevard  
41st Floor  
Miami, FL 33131-2398  
(305) 577-7047

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -2 PM 12:51

February 26, 1998

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

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-03/02/98--01092--002  
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Re: The Next Step Adolescent and Youth Community Center, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

<u>      </u> \$70.00	<u>      </u> \$78.75	<u>      </u> \$122.50	<u>  X  </u> \$131.25
Filing Fee	Filing Fee	Filing Fee	Filing Fee,
	& Certificate	& Certified Copy	Certified Copy
			& Certificate

From: Ryon M. McCabe  
200 South Biscayne Boulevard  
41st Floor  
Miami, FL 33131-2398

Sincerely,



Ryon M. McCabe

Enclosures

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**ARTICLES OF INCORPORATION**  
**OF**  
**THE NEXT STEP ADOLESCENT AND YOUTH COMMUNITY CENTER, INC.**  
**(A Florida Not-For-Profit Corporation)**

**Article I**  
**NAME**

The name of this corporation shall be The Next Step Adolescent and Youth Community Center, Inc. (hereinafter referred to as the "Corporation").

**Article II**  
**PRINCIPAL OFFICE AND/OR MAILING ADDRESS**

The address of the principal office and/or the mailing address of the Corporation is: c/o Reginald Rucker, 3321 N.W. 202nd Street, Miami, Florida 33056.

**Article III**  
**PURPOSE**

This Corporation is a not-for-profit corporation, organized for the purpose of: (a) deterring juvenile delinquency; and (b) engaging in any other lawful act or activity not for pecuniary profit for which organizations may be organized, as set forth in Section 501(c)(3) of the Internal Revenue Code.

**Article IV**  
**MANNER OF ELECTION OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of Directors consisting of three directors. The number of directors may be increased or decreased from time to time, in accordance with the Bylaws of the Corporation, but shall never be less than three. The manner of election of directors shall be regulated by the Bylaws.

**Article V**  
**TERM OF EXISTENCE**

This Corporation shall exist perpetually unless sooner dissolved according to law.

**Article VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is: c/o Reginald Rucker, 3321 N.W. 202nd Street, Miami, Florida 33056; and the name of the initial registered agent of the Corporation at that address is Reginald Rucker.

**Article VII**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Ryon M. McCabe  
200 South Biscayne Blvd.  
Suite 4000  
Miami, Florida 33131

**Article VIII**  
**BOARD OF DIRECTORS**

The names and addresses of the persons who shall serve as the initial Board of Directors of the Corporation are as follows:

Reginald M. Rucker  
3321 NW 202 Street  
Miami, Florida 33056

Lisa A. Landy  
100 S.E. Third Avenue  
28th Floor  
Miami, Florida 33131

Ryon M. McCabe  
200 South Biscayne Blvd.  
Suite 4000  
Miami, Florida 33131

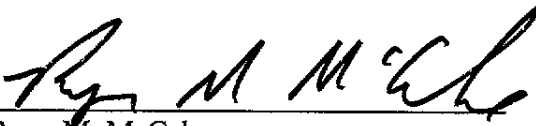
**Article IX**  
**BYLAWS**

The Corporation may be dissolved by the board of Directors by two-thirds vote of the members present at a meeting held for such purpose. Upon the partial or complete dissolution of the Corporation, whether voluntary or involuntary, or the winding up of this Corporation, no member, director or officer shall be entitled to any distribution of the Corporation's assets or proceeds remaining after payment, or provision for payment, of all debts and liabilities of its property, and the balance of all money and property received from any source shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for exempt purposes and which has established its tax exempt status under Sections 501(c)(3) or (c)(4) of the Internal Revenue Code, as amended, or corresponding provisions of any subsequent federal tax laws.

**Article XI**  
**LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, members or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation on this 26<sup>th</sup> day of February, 1998.

  
\_\_\_\_\_  
Ryon M. McCabe  
Incorporator

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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:

The Next Step Adolescent and Youth Community Center, Inc.

2. The name and address of the registered agent and office is:

Reginald Rucker  
3321 N.W. 202nd Street  
Miami, Florida 33056

*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.*

  
Reginald Rucker

  
Date