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PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: WORLD FAMILY AND CHILD AID ORGANIZATION, INC
AUDIT NUMBER.....H98000010390
DOC TYPE.....FLORIDA NON-PROFIT CORPORATION
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 3, 1998

EMPIRE

SUBJECT: WORLD FAMILY AND CHILD AID ORGANIZATION, INC.
REF: W98000012787

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Tracy Augsburg
Document Specialist

FAX Aud. #: H98000010390
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ARTICLES OF INCORPORATION
of
WORLD FAMILY AND CHILD AID ORGANIZATION, INC.

The undersigned, for purposes of forming a corporation not for profit pursuant to chapter 617, Florida Statutes, hereby submits the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation is WORLD FAMILY AND CHILD AID ORGANIZATION, INC.

ARTICLE II
Address of Principal Office and Mailing Address

The address of the Corporation's initial principal office is 18090 Collins Avenue, Suite 527, Sunny Isles, Florida, 33160. The Corporation's initial mailing address is 18090 Collins Avenue, Suite 527, Sunny Isles, Florida, 33160.

ARTICLE III
Purpose

The Corporation is organized exclusively for such lawful and charitable, educational, literary, or scientific purposes, as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

The specific purpose of the corporation is:

1. To solicit funds and donations in kind and from time to time to further the needs of children and families who are in need of humanitarian assistance.
2. To erect and maintain a building or building for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above mentioned.
3. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed, and to hold, use and dispose of the same.

Prepared by:
Mark Katsman, Esq.
Roth & Rousso, P.A.
2875 NE 191st Street, PH 3A
Aventura, FL 33180
305-466-0022
Florida Bar No.: 0075604

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4. To borrow money and to issue evidences of indebtedness in furtherance of any and all of the objects of its business; and to secure loans by mortgage, pledge, deed of trust, or other lien;

5. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation

6. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.

7. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, unless such member, trustee, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by section 501(c)(3) of the Internal Revenue Law and except as reasonable compensation for the services rendered or to make payments and distributions in furtherance of the purposes set forth in this Article II. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code of 1986), and the Corporation shall not participate in, or intervene in (including the publishing of distribution of statements) any political campaign on the behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

ARTICLE IV Election of Directors

The method of appointment or election of directors shall be stated in the Bylaws.

ARTICLE V Board of Directors Authority

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the

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direction of its Board of Directors which shall consist of no less than three individuals who are 18 years of age or older. The number of directors may be increased or decreased, from time to time, by amendment to the Bylaws, but the Corporation shall never have fewer directors than as prescribed by applicable Florida law at the time of said amendment.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 2875 N.E. 191st Street, PH 3A, Aventura, FL 33180 and the Corporation's initial registered agent at that address is Mark Katsman, Esq.

ARTICLE VII
Incorporator

The name and street address of the incorporator is Mark Katsman, Esq. c/o Roth & Rousso, P.A. 2875 N.E. 191st Street, PH 3A, Aventura, FL 33180

ARTICLE VIII
Management of Corporation

The affairs of the corporation shall be managed by a President, vice President, Secretary and a Treasurer and such other officers as may from time to time be created by the Board of Directors. the names of the officers and the office they shall hold shall be:

Dainis Murnieks - President
Bogdan Neymeti - Vice President
Yvonne Wergemere - Secretary/Treasurer

ARTICLE IX
Board of Directors

The members of the Board of Directors shall never be less than three (3) in number. initially, the Board of Directors shall consist of four (4) persons whose names are as follows and who shall serve as Directors until the first election:

Dainis Murnieks
Bogdan Neymeti
Yvonne Wergemere
Adrian Sedykh

ARTICLE X
Dissolution

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed for one or more

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exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, as may be determined by the Board of Directors.

ARTICLE IX
Amendments

Until the appointment or election of the initial Board of Directors, these Articles of Incorporation may be amended, altered, changed or repealed by the Incorporator. After the appointment or election of the initial Board of Directors, these Articles of Incorporation may only be amended, changed or repealed by a majority of the Board of Directors.

ARTICLE X
Activities by Private Foundation

During any period the Corporation is a "private foundation" as defined in Section 509(a) of the Internal Revenue Code of 1986 or corresponding section of any future United States Internal Revenue Law, the Corporation shall not:

(a) Engage in any act of "self-dealing," as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by section 4941(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law;

(b) Retain any "excess business holdings," as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by Section 4943(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law;

(c) Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, so as to give rise to any liability for the tax imposed by section 4944(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law; and

(d) Make any "taxable expenditures," as defined in Section 4945(d) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by Section 4945(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law.

During any period the Corporation is a "private foundation" as defined in Section 509 of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, the

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Corporation shall distribute, for the purposes specified in these Articles of Incorporation, for each taxable year, amounts at least sufficient to avoid liability for the tax imposed by section 4942(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of June, 1998.

Mark Katsman
Mark Katsman, Esq.

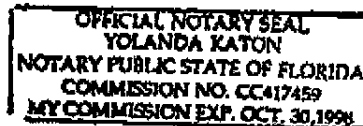
STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 3rd day of June, 1998, by Mark Katsman, who is personally known to me/has produced _____ as identification.

(SEAL)

Yolanda Katon
Printed/Typed Name: _____
Notary Public-State of Florida
Commission Number: _____



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

The following is submitted in compliance with Chapter 617.051
of the Florida Statutes.

WORLD FAMILY AND CHILD AID ORGANIZATION, INC. a Florida not
for profit corporation with its principal office located at 18090
Collins Avenue, Suite 527, Sunny Isles, Florida, 33160 has named
Mark Katsman, Esq. located at 2875 N.E. 191st Street, PH 3A,
Aventura, FL 33180 as its agent to accept service of process within
this state.

Mark Katsman
Mark Katsman
Incorporator

Dated: 6/3/98

ACCEPTANCE BY RESIDENT AGENT:

Having been designated to accept service of process for the above
stated corporation, at the place designated in this Certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties. I hereby am familiar with and
accept the duties and responsibilities as registered agent for said
corporation.

BY: Mark Katsman
Mark Katsman, Esq.

Dated: 6/3/98

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TALLAHASSEE FLORIDA

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