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To: Division of Corporations
Fax Number : (850) 487-6013

From: Account Name : EAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

REHABILITATION & EDUCATIONAL ALTERNATIVE LIFESTYLES,

Certificate of Status	0
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nc 10/30/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 29, 1998

FAS-T CORP. AGENTS, INC

SUBJECT: REHABILITATION & EDUCATIONAL ALTERNATIVE LIFESTYLES, INC.
REF: W98000024609

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: E98000020167
Letter Number: 798A00053157

ARTICLES OF INCORPORATION
OF

Rehabilitation & Educational Alternative Lifestyles, Inc.
a non-profit organization

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of this corporation is Rehabilitation & Educational Alternative Lifestyles, Inc.

ARTICLE TWO

The principal place of business and the mailing address of this corporation shall be 3485 West Flagler Street, Suite 500, Miami, Florida 33135.

ARTICLE THREE

The period of the Corporation's duration is perpetual.

ARTICLE FOUR

1. The Corporation is organized following the Florida Non-Profit Corporation Act and does not contemplate pecuniary gain or profit. The purpose of this organization is to help the homeless and persons with alcohol and drugs addiction problems. We also will provide help to families with domestic violence problems and the underprivileged within the community. To receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth. To use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, literary, social and religious purposes. Either directly or by contributions to organizations that qualify as exempt organizations under section 501 (C)(3) of the Internal Revenue code and regulations issued pursuant thereto as they now exist or as they may hereafter be amended. The general purpose of this non-for profit corporation is exclusively, charitable, educational, social and religious within the meaning of section 501 (C) (3) of the Internal Revenue Code of 1986, or corresponding provision of any future United States Internal Revenue law.

Prepared by:
Vazquez Accounting Services, Inc.
11557 S.W. 64 St Suite H
Miami, Florida 33173
(305) 274-1209

2. No part of the net earnings of the Corporation shall inure to the benefit of any director/officer of the corporation, or any private individual. Except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes. No director/officer or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

3. Upon the dissolution of the corporation the assets of the corporation shall be distributed exclusively to charitable organizations which would then qualify under the provisions of Section 501 (C)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the Federal, State or local government for public purpose.

ARTICLE FIVE

The corporation shall not have any shares of capital stock following Section 617.0202, Florida Statutes.

ARTICLE SIX

The Board of Directors/Officers of the corporation shall consist of at least five (5) in number. The initial directors/Officers shall be:

Brenda I. Rivera – President/Director
9701 Fountanblue Blvd No 212
Miami, Florida 33172

Loida Perez - Vice President/Director
6418 S.W. 95 Avenue
Miami, Florida 33173

Gregorio Perez – Secretary/Director
3332 NW 3rd Street
Miami, Florida 33125

Carmen Figueroa – Treasure/Director
9781 S.W. 211 Street
Miami, Florida 33189

Guillermo B. Marin - Director
9701 Fountanblue Blvd No 212
Miami, Florida 33172

ARTICLE SEVEN

Each director and each officer or former Director or officer of the corporation may be indemnified and may be advanced reasonable expenses by the corporation against liabilities imposed upon him or her. Expenses reasonable incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, such Director or officer. And against such sum as independent counsel selected by the Directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no Director or officer shall be indemnified:

- a. with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty,
- b. with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the Directors shall not deem reasonable payment made primarily with a view to avoiding expense of litigation, or
- c. with respect to matters for which such indemnification would be against public policy.

Such rights of indemnification shall be in addition to any other rights to which Directors or officers may be entitled under any by-law, agreement, and corporate resolution. The corporation shall have the power to purchase or maintain at its cost and expense insurance on behalf of such persons fully permitted by this Article and applicable state law.

The manner of election of directors is going to be stated in the bylaws .

ARTICLE NINE

No Director shall be liable to the corporation for monetary damages for an act or omission in the Director's capacity as a Director of the corporation, except and only for the following:

- a. A breach of the Director's duty of loyalty to the corporation;
- b. An act or omission not in good faith by the Director or an act or omission that involves intentional misconduct or knowing violation of the law by the Director;
- c. A transaction from which the Director gained any improper benefit whether or not such benefit resulted from an action taken within the scope of the Director's Office;
- d. An act or omission by the Director for which liability is expressly provided by statute.

ARTICLE TEN

The name and address of the incorporator is Brenda I. Rivera. The undersigned has hereunto set his hand and has acknowledged and filed the foregoing Articles of Incorporation, This 28 day of October 1998.

Brenda Rivera

Brenda I. Rivera, President
3485 West Flagler st., Suite 500
Miami, Fl 33135

State of Florida
County of Dade

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation organized under the laws of the State of Florida.

1. The name of the corporation is Rehabilitation & Educational Alternative Lifestyles, Inc.
2. The name and address of the registered agent and office is:
Brenda I. Rivera, 9701 Fountanblue Blvd No 212, Miami, Florida 33172.

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 agrees 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, this 28-day of October, 1998.

Brenda Rivera
Brenda I. Rivera

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TALLAHASSEE, FLORIDA