

N980000006451

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

A Universe of Children, Inc

300002655043--1  
-10/05/98--01031--001  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

RECEIVED

NOV 12 AM 10:20

DIVISION OF CORPORATION

Corrected

- \_\_\_ Art of Inc. File
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- \_\_\_ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Retrieval
- \_\_\_ Courier

98 NOV 12 AM 7:58

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

R. Purinton NOV 13 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 7, 1998

MICHAEL S. TOBIN, ESQUIRE  
11900 BISCAYNE BLVD.  
SUITE 740 BISCAYNE CENTRE  
MIAMI, FL 33181

SUBJECT: A UNIVERSE OF CHILDREN, INC.  
Ref. Number: W98000022864

We have received your document for A UNIVERSE OF CHILDREN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

Please make reference to the Florida Not-For-Profit Corporation Act in your document and delete reference to stockholders in Article IX. A Not-For-Profit Corporation must have three or more directors.

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.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 298A00049987

ARTICLES OF INCORPORATION

OF

A UNIVERSE OF CHILDREN, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 NOV 12 AM 7:58

The undersigned, subscribers to these Articles of Incorporation are natural persons, competent to contract, and they do hereby present these Articles for the formation of a not-for-profit corporation under the Florida Not-For-Profit Corporation Act.

ARTICLE I

The name of this corporation is:

A UNIVERSE OF CHILDREN, INC.

ARTICLE II

NATURE OF BUSINESS

The general purposes for which the Corporation is organized are the following:

A. To assist qualified families in foster care and placement, domestic and international adoption, and to provide humanitarian and medical aid to children with disabilities, orphanages, and to provide all related social services.

B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

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

### ARTICLE III

#### TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law, said existence shall commence on the date of issuance of the Certificate of Incorporation herein by the Secretary of State of the State of Florida.

### ARTICLE IV

#### PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be located at 400 Leslie Drive #203, Hallandale, FL 33009, or such other place of business as may be determined and fixed by the Board of Directors from time to time. The Registered Agent of this Corporation shall be MELANIA LICSKEN located at 400 Leslie Drive #203, Hallandale, FL 33009.

### ARTICLE V

#### INDEBTEDNESS

The outstanding indebtedness of this Corporation shall be unlimited.

### ARTICLE VI

#### DIRECTORS

The number of directors of the Corporation shall be not less than three (3) nor more than five (5) as the same may be provided

for by the By-Laws of this Corporation. The By-Laws may provide for an increased or decreased number of directors, or change thereof. The By-Laws will provide for the method of election for all subsequent Boards of Directors.

The names and post office addresses of the first Board of Directors, who, subject to the provisions of the By-Laws and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence or until their successors are chosen and elected, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MELANIA LICSKEN	400 Leslie Drive #203 Hallandale, FL 33009
DR. TANIA RADULESCU	400 Leslie Drive #203 Hallandale, FL 33009
CAROLINA CHRICTE	2201 Golden Road High Point, NC 27265

#### ARTICLE VII

##### INCORPORATORS

The name and address of each Incorporator of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MELANIA LICSKEN	400 Leslie Drive #203 Hallandale, FL 33009
DR. TANIA RADULESCU	400 Leslie Drive #203 Hallandale, FL 33009

## ARTICLE VIII

### CONFLICT OF INTEREST

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or Officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors, and may vote at any such meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or Officer of such other Corporation or not so interested.

## ARTICLE IX

### AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida.



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

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First--That A UNIVERSE OF CHILDREN, INC., desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the Articles of Incorporation, at 400 Leslie Drive,  
#203, Hallandale, FL 33009, City of Hallandale, County  
of Broward, has named Melania Licsken,  
located at 400 Leslie Drive, #203, Hallandale, FL 33009, City of   
Hallandale, County of Broward, as its agent to  
accept service of process within the state of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with  
the provision of said Act relative to keeping open said office.

A UNIVERSE OF CHILDREN, INC.

BY:

Melania Licsken

Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 12 AM 7:58