

LAW OFFICES
DAVID BERCUSON, P.A.

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February 3, 1999

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****122.50 *****78.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: CHILDREN'S MULTICULTURAL FOUNDATION, INC.

Dear Secretary:

Enclosed please find an original and one copy of the not for profit Articles of Incorporation of CHILDREN'S MULTICULTURAL FOUNDATION, INC. together with our check in the amount of \$122.50 for payment of all required fees.

Please file these Articles, and return a Certified Copy of same to our office at your earliest convenience.

Very truly yours,

David Bercuson, P.A.

DB/jmh
enclosures

FILED
99 FEB -8 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Hall
FEB 10 1999
(4)

ARTICLES OF INCORPORATION
FOR
CHILDREN'S MULTICULTURAL FOUNDATION, INC.

FILED
99 FEB -8 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name: The name of the corporation shall be CHILDREN'S MULTICULTURAL FOUNDATION, INC.

ARTICLE II

Address: The principal place of business and mailing address for the corporation shall be 9130 South Dadeland Boulevard, Suite #1800, Miami, Florida 33156.

ARTICLE III

Purposes: The purposes for which the corporation is organized are exclusively charitable and educational 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 tax law. The general nature and purpose of the activities to be promoted and carried on is to o any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do, viz:

A. To create, produce, distribute, own, buy, lease, sell and deal in educational children's television programming and public service announcements for educational, safety and health purposes. The productions dealt in by the corporation will be primarily for home use, school and church use, or use in transportation embodying sound alone or sound coupled with visual image.

B. The corporation shall promote educational activities for children of all geographical areas of its operations through its television productions.

ARTICLE IV

Directors: Except as otherwise provided by law, the entire voting power for the election of Directors, and for all other purposes, shall be as stated in the bylaws. The corporation shall have six (6) Initial Directors. The names and addresses of the Initial Directors are:

<u>Name</u>	<u>Address</u>
EVA PERCAL KRANTZ	9130 SOUTH DADELAND BOULEVARD TWO DATRAN CENTER, SUITE 1800 MIAMI, FLORIDA 33156
FRANCESCA MIRES-DIEDERICH	9130 SOUTH DADELAND BOULEVARD TWO DATRAN CENTER, SUITE 1800 MIAMI, FLORIDA 33156
JEAN-BERNARD DIEDERICH	9130 SOUTH DADELAND BOULEVARD TWO DATRAN CENTER, SUITE 1800 MIAMI, FLORIDA 33156
WARREN M. KRANTZ, M.D.	9130 SOUTH DADELAND BOULEVARD TWO DATRAN CENTER, SUITE 1800 MIAMI, FLORIDA 33156
LOUISE MARCELIN	9130 SOUTH DADELAND BOULEVARD TWO DATRAN CENTER, SUITE 1800 MIAMI, FLORIDA 33156
LOUIS MARCELIN	9130 SOUTH DADELAND BOULEVARD TWO DATRAN CENTER, SUITE 1800 MIAMI, FLORIDA 33156

ARTICLE V

Initial Registered Office and Agent. The name and street address of the Initial Registered Office of this Corporation is David Bercuson, 9130 South Dadeland Boulevard, Two Datan Center, Suite 1800, Miami, Florida 33156. The name of the initial Registered Agent is David Bercuson. Said Agent shall indicate acceptance of said designation by executing these Articles of Incorporation where indicated.

The undersigned subscriber has executed these Articles of Incorporation this 2nd day of February, 1999.



 EVA PERCAL KRANTZ

Francesca Mires-Diederich
FRANCESCA MIRES-DIEDERICH

JEAN-BERNARD DIEDERICH

Warren M. Krantz
WARREN M. KRANTZ, M.D.

Louise Marcelin
LOUISE MARCELIN

LOUIS MARCELIN

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before as this 2nd day of February, 1999 by EVA PERCAL KRANTZ, FDL# K653215-57-843-0, FRANCESCA MIRES-DIEDERICH, FDL# M620-253-58-717-0, JEAN-BERNARD DIEDERICH, FDL# D362-010-63-098-0 and WARREN M. KRANTZ, M.D., FDL# K653873584460, LOUISE MARCELIN FDL# M624-533-688630 and LOUIS MARCELIN FDL# M624-528-61-295-0 Officers of CHILDREN'S MULTICULTURAL FOUNDATION, INC., a Florida corporation, on behalf of the corporation. They are personally known to me and/or have produced a Florida Driver's License as identification and did not take an oath.

My Commission Expires  J. M. Hernandez
Commission # CC 770682
Expires OCT. 13, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

J.M. Hernandez
J.M. HERNANDEZ
Notary Public State of Florida

99 FEB -8 PM 1:2
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I, DAVID BERCUSON, hereby accept the responsibilities as Registered Agent for CHILDREN'S MULTICULTURAL FOUNDATION, INC.

David Bercuson
DAVID BERCUSON
Registered Agent