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GEORGE J. BAYA
(1900-1995)

*ALSO ADMITTED IN THE
DISTRICT OF COLUMBIA

N 990000001507
March 1999

VIA FEDE

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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*****87.50 *****87.50

Re: Youth Crime Watch of Florida, Inc.

Dear Sir or Madam:

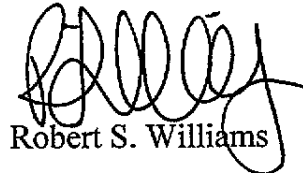
Please find enclosed two (2) duplicate original Articles of Incorporation for the above referenced corporation, and a check in the amount of \$87.50, representing the following:

Incorporation fee:	\$ 70.00
Certificate of Status	8.75
Certified copy	<u>8.75</u>
Total.....	\$ 87.50

Please file one original and return one certified copy of the Articles of Incorporation along with the charter and a certificate of status to the undersigned in the enclosed stamped and self-addressed envelope.

Very truly yours,

HUNT & WILLIAMS, P.A.


Robert S. Williams

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 MAR -5 AM 9:59

FILED

RSW/
Enclosures

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**ARTICLES OF INCORPORATION OF
YOUTH CRIME WATCH OF FLORIDA, INC.
(a corporation not-for-profit)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation not-for-profit pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation (hereinafter referred to as the "Corporation") shall be "Youth Crime Watch of Florida, Inc."

**ARTICLE II
Principal Place of Business and Mailing Address**

The street and mailing address of the initial principal office of the Corporation shall be Youth Crime Watch of Florida, Inc., 9300 South Dadeland Boulevard, Suite 100, Miami, Florida 33156.

**ARTICLE III
Purposes**

The specific purposes for which the Corporation is organized are:

1. To promote the establishment of programs developed and approved by Youth Crime Watch of America, Inc. throughout the State of Florida; and
2. To develop a network of youth crime watch groups throughout the State of Florida.

**ARTICLE IV
Board of Directors**

The affairs of the Corporation shall be managed by a board of directors. The number of directors of the Corporation, and the method of their election, shall be as set forth in the bylaws of the Corporation. The Board of Directors shall meet not less frequently than once each year.

ARTICLE V
Initial Board of Directors

The names and addresses of the persons who shall constitute the initial board of directors of the Corporation are as set forth below, such persons to serve until the first regular annual meeting of the membership:

Linda Dunn Brown	1450 N.E. 2nd Avenue, Room 737 Miami, Florida 33132
Marilyn Morris	508 Isle of Palms Drive Ft. Lauderdale, Florida 33131
Carolyn Clarke	400 N.W. 2nd Avenue Miami, Florida 33128
Peter Pruitt	c/o Deloitte & Touche 100 S.E. 2nd Street Miami, Florida 33131
Eduardo Stern	550 Biltmore Way, Suite 110 Coral Gables, Florida 33134
Lt. Gerald Rudoff	Miami-Dade County Police Department 9150 N.W. 25th Street Miami, Florida 33132
Betty Ann Good	7043 S.W. 53rd Lane Miami, Florida 33155

ARTICLE VI
Officers

The Corporation shall have a president, a vice-president, a treasurer, a secretary, and such other officers as shall be prescribed in the bylaws of the Corporation. The corporate officers shall be elected annually by the board of directors, in the manner prescribed in the bylaws of the Corporation.

ARTICLE VII
Initial Officers

Each of the following named individuals shall serve in the office set opposite

his or her name below, until their respective successors shall be elected and qualified:

President	Linda Dunn Brown 1450 N.E. 2nd Avenue, Room 737 Miami, Florida 33132
Vice-President	Marilyn Morris 508 Isle of Palms Drive Ft. Lauderdale, Florida 33131
Treasurer	Peter Pruitt c/o Deloitte & Touche 100 S.E. 2nd Street Miami, Florida 33131
Secretary	Carolyn Clarke 400 N.W. 2nd Avenue Miami, Florida 33128

ARTICLE VIII Qualification of Members

The Corporation shall have one or more members. The number, qualifications, and other matters relating to membership shall be as set forth in the bylaws of the Corporation.

ARTICLE IX Corporate Powers; Limitations

Notwithstanding any other provisions of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law; or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Notwithstanding anything herein appearing to the contrary, no part of the assets or the net earnings of this Corporation shall inure to the benefit of any member, trustee, director, officer or other private individual; no substantial part of the activities of this Corporation shall be dedicated to attempting to influence legislation

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of § 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office, in the State of Florida.

- i. The name of the corporation is Youth Crime Watch of Florida, Inc.
- ii. The name and address of the registered agent and office is:

Registered Services, Inc.
2801 Ponce de Leon Boulevard, 9th Floor
Coral Gables, Florida 33134

Richard H. Hunt
Richard H. Hunt
Incorporator of Youth Crime Watch of Florida, Inc.

Date: March 4, 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.

REGISTERED SERVICES, INC.

Richard H. Hunt
By: Richard H. Hunt, President
Registered Agent
Youth Crime Watch of Florida, Inc.

Date: March 4, 1999