

N990003835



THE UNITED STATES CORPORATION COMPANY

FILED 99 JUN 21 PM 3:21

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 281075 8742A

AUTHORIZATION :

Patricia Piquero

COST LIMIT : \$ 70.00

ORDER DATE : June 21, 1999

ORDER TIME : 11:31 AM

ORDER NO. : 281075-005

800002910858--8

CUSTOMER NO: 8742A

CUSTOMER: Michael Lechtman, Esq
MICHAEL LECHTMAN, ESQ
MICHAEL LECHTMAN, ESQ

17001 Ne Sixth Avenue
North Miami Bea, FL 33162

RECEIVED

59 JUN 21 PM 12:07

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: CITY CITIZENS WELFARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

PA 6/22/99
~~W99-14418~~



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 21, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: CITY CITIZENS WELFARE, INC.
Ref. Number: W99000014419

RECEIVED
99 JUN 22 PM 1:44

We have received your document for CITY CITIZENS WELFARE, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 399A00033042

RECEIVED
99 JUN 22 PM 1:41
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

RE-SUBMIT
Please give original
return date as file date.

**ARTICLES OF INCORPORATION
OF
CITY CITIZENS WELFARE, INC.**

FILED
99 JUN 21 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of this corporation is: CITY CITIZENS WELFARE, INC., a Florida nonprofit corporation. The corporate address is: 2070 Grant Avenue, Opa Locka, Florida 33054.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The duration of this corporation shall be perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purpose for which this corporation is formed are:

A) For the advancement of charity and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B) The specific purposes of this corporation are to receive available governmental grants and use those funds on behalf of the poor, needy, and the homeless people of Opa Locka, Florida.

C) To operate exclusively in any other manner for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal

tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

A) **Board of Directors.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of this corporation shall be three (3), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 12:00 Noon on the 9th day of June, of each year at 2070 Grant Avenue, Opa Locka, Florida, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provisions of law may be taken without a meeting, if two-thirds (2/3) of all members of the Board shall consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence

of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
BOBBY BRADLEY	2070 Grant Avenue Opa Locka, Florida 33054
MEHDI ASHCHI	1740 N. E. 176th Street North Miami Beach, Florida 33162
MONA ASHCHI	1740 N. E. 176th Street North Miami Beach, Florida 33162

B) **Corporate Officers.** The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President:	Bobby Bradley	2070 Grant Avenue Opa Locka, Florida 33054
Vice President/ Treasurer:	Mehdi Ashchi	1740 N. E. 176th Street North Miami Beach, Florida 33162
Secretary:	Mona Ashchi	1740 N. E. 176th Street North Miami Beach, Florida 33162

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for

services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C) Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 1954 (or the corresponding provision 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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D) Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation

is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

SUBSCRIBERS

The name and address of the subscriber of this corporation is: MEHDI ASHCHI, 1740 N. E. 176th Street, North Miami Beach, Florida 33162.

ARTICLE IX

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

ARTICLE X

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XI

REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 2070 Grant Avenue, Opa Locka, Florida, 33054, and the name of its registered agent at said address shall be MONA ASHCHI."

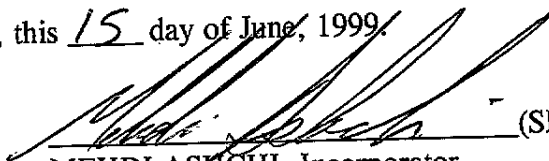
ARTICLE XII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution

adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.


The undersigned, being the Subscriber and Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 15 day of June, 1999.

 (SEAL)
MEHDI ASHCHI, Incorporator
1740 N. E. 176th Street
North Miami Beach, Florida 33162

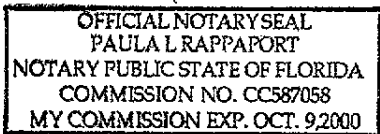
STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgments, personally appeared MEHDI ASHCHI, is personally known to me or who has produced _____ DRIVERS LICENSE as identification and who did ~~(did not)~~ take an oath, and who executed the foregoing Articles of Incorporation and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the County and State aforesaid this 15th day of June, 1999.


NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

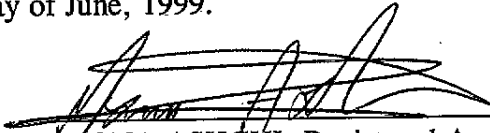


ACCEPTANCE OF REGISTERED AGENT

Having been named in these Articles of Incorporation to accept service of

process for the within stated corporation, at the place designated therein, 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.

DATED this 15th day of June, 1999.


(SEAL)
MONA ASHCHI, Registered Agent
2070 Grant Avenue
Opa Locka, FL 33054

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99 JUN 21 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA