

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

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MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

600002927366--5
-07/09/99-01066-025
*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. S & J BABY FOOD CENTER, INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
S & J BABY FOOD CENTER, INC.

FILED
99 JUL -9 PM 2:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, subscribe to and form a corporation not for profit under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of this corporation is - :

S & J BABY FOOD CENTER, INC.

The Street address of that Corporation is-:

1026 S 56TH AVENUE, HOLLYWOOD, FL. 33023-1902

The purpose for which the Corporation is organized, is exclusively for the distribution of Women Infant Children (WIC) Food, providing assistance to Women and Children, within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision if any United States Internal Revenue Law.

These purposes may include soliciting assistance for which this Corporation is created.

ARTICLE 1V. - ELECTIONS:

All elections shall be determined by secret ballot, at least three weeks to the general meeting. The Nomination Committee shall mail a ballot with a return envelope enclosed to each member in good standing.

Reports shall be presented at the general meeting.

Members may vote for persons other than those whose names appear on the ballots by writing in the names of qualified candidates who have consented to serve, if elected.

All officers shall be declared elected at the annual meeting and shall continue for one term or until their successors are elected or appointed.

All ballots shall be preserved for one (1) year after election.

ARTICLE V - POWERS

The Corporation shall have all powers now or hereafter granted by law including, without limitation, all powers lawfully necessary or required to carry out its purposes and objectives. All of the assets or earnings shall be used exclusively for the purposes set forth herein, including payment of expenses incidental thereto. No dividend shall be paid by the Corporation and no part of the income of the Corporation shall be distributed to its members, directors or officers.

ARTICLE V1 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is -:

1026 S 56TH AVENUE
HOLLYWOOD FL. 33023-1902

and the name of the initial registered agent of this Corporation and address is-: --

RACHAEL MOISE
262 NW 99TH STREET
MIAMI, FLORIDA 33150

ARTICLE V11 - OFFICERS

The initial officers of the Corporation shall be as follows:

NAME	ADDRESS
ARNETTE MOSES President	262 NW 99TH STREET MIAMI, FL. 33150
RACHAEL MOISE Vice President/Secretary	262 NW 99TH STREET MIAMI, FL. 33150
CAROLINE MOISE Treasurer	262 NW 99TH STREET MIAMI, FL. 33150

ARTICLE V111

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE 1X

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax code, or shall be distributed to the Federal, State or local government, for a public purpose. Any such assets not so disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purpose

ARTICLE X - INCORPORATOR

The name of the Incorporator signing these Articles of Incorporation is -:

NAME

RACHAEL MOISE
V.P/Secretary

ADDRESS

262 NW 99TH STREET
MIAMI, FL. 33150

ARTICLE X1 - DIRECTORS

The Corporation shall have an initial board of Directors consisting of Three (3) directors. The names of the initial directors of the Corporation, who have been designated by the Incorporator, and who shall serve until his or her successor is duly elected and qualified, until his or her earlier death, resignation or removal from office are -:

NAME	ADDRESS
ARNETTE MOSES President	262 NW 99TH STREET MIAMI, FL, 33150
RACHAEL MOISE Vice President/ Sceretary	262 NW 99TH STREET MIAMI, FL. 33150
CAROLINE MOISE Treasurer	262 NW 99TH STREET MIAMI, FL. 33150

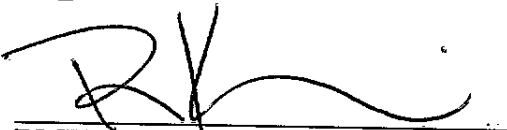
ARTICLES X11 - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the members of the Corporation.

ARTICLE X111 - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the bylaws.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 16 day of DECEMBER, 1998.

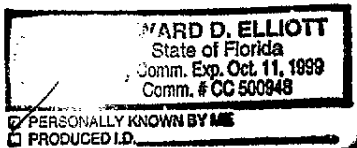

 RACHAEL MOISE
 Vice President

STATE OF FLORIDA) SS
COUNTY OF MIAMI DADE)

The foregoing instrument was acknowledged before me this
16 day of DECEMBER 1998,
by RACHAEL MOISE, for and on behalf of the Corporation.
She is personally known to me or have produced a
_____ as
identification.


NOTARY PUBLIC, STATE OF FL.

MY COMMISSION EXPIRES:



EDWARD ELLIOTT
(Name of Notary typed/printed)

CC # _____

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned Corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, the State of Florida.

1. The name of the Corporation is: **S & J Baby Food Center**,
name and address of the registered agent and office

is-: NAME: **RACHAEL MOISE**

ADDRESS: **262 NW 99TH STREET**
 MIAMI, FL. 33150

Having been named the 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 provision 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.

SIGNATURE.....
 RACHAEL MOISE
 Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA