

N99000004265

July 8, 1999

Secretary of State
Division of Corporation
409 E Gaines
Tallahassee, Florida 32399

Re: Please file the enclosed articles of incorporation for our newly established non-profit corporation, and mail us back the certified copy of filing via overnight express mail via the pre-paid UPS Air document enclosed.

Respectfully Submitted

Diedrelaithea Stepherson
Diedrelaithea Stepherson, Esq.

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ARTICLES OF INCORPORATION

The undersigned acting as incorporators of a corporation pursuant to Chapter 617.0202, F.S. adopts the following articles of incorporation.

ARTICLE I

The name of the non profit corporation shall be known as:

South Florida Institute for Children & Family Re-Unification, Inc.

ARTICLE II

The principal place of business and mailing address shall be located at:

**20849 NW 9th Court Suite # 108
North Miami, Florida 33169**

ARTICLE III

The specific purpose(s) for which the organization is (are)

- a. To promote and provided Florida's children and their families with the safest most efficient comprehensive supervised visitation location, staffed with qualified personnel and volunteers.
- b. Recognize parental behavior that sabotage the relationship between the child and the other parent.
- c. Identify underlying principals in providing services to families experiencing domestic violence.
- d. Re-Unite families targeting the poverty stricken minority areas, providing peer counseling, training and alternatives to enhance the family nucleus.

ARTICLES IV

The manner in which the directors are elected or appointed:

- a. In pursuant to F.S. 617.0802, all directors of this corporation, must be a natural person who is 18 years of age or older but need not be residents or member of this state.
- b. At all times the board of directors must consist of three or more individuals.

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- c. Directors shall be elected or appointed by the chairman of the board with approval of two additional officers of the corporation. Directors may be elected at any time, by the chairman with the written consent of two additional officers.
- d. Directors may be divided into classes pursuant to F.S. 617.0806 each director shall hold office for the term to which he or she is elected or appointed and until his or her successor has been elected or appointed and qualified or until his or her earliest resignation, removal from, office, or death.

ARTICLE V

The manner in which a director may resign or be removed shall be listed accordingly:

- a. A director may resign at any time by delivering written notice to the board of directors or its chair or the corporation.
- b. A resignation is effective is effective when the notice is delivered unless the notice specifies a later effective date.
- c. Any member of the board of directors may be removed from office with or without cause by the vote or argument in writing by majority of all votes of members.
- d. The notice of a meeting of all the members to recall a member or members of the board of directors shall state the specific directors sought to be removed.
- e. A proposed removal of a director at a meeting shall require a separate vote for each board member sought to be removed where removal is sought by written agreement, a separate agreement is required for each board member to be removed.
- f. If the removal is effective at a meeting, any vacancies created thereby shall be filled by the members at the same meeting.
- g. Any officer or director who is removed from the board shall not be eligible to stand for re-election until the next annual meeting of the members.
- h. Any director removed from office shall turn over to the board of directors within 72 hours any and all records of the corporation in his or her possession.
- i. If the director fails to comply the circuit court in the county where the corporation's principal office is located may summarily order the director to relinquish his or her office and turn over any and all documents.

ARTICLE VI

Said corporation/ organization is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code)

ARTICLE VII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 section 501 (c)(3) purposes. 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 interfere in any political campaign on behalf or in opposition to any candidate for public office.

ARTICLE VIII

Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future federal tax code, or shall be distributed to the federal government or too a state or local government for public purposes.

ARTICLE IX

However, if the named recipient is not then in existence or no longer a qualified distributor, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purpose specified in Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE X

The initial registered agent and street address shall be:

**Diedrelaithea Stepherson
20849 NW 9th Court Suite # 108
North Miami, Florida 33169**

ARTICLE XI

The below incorporators shall serve as the initial officers and directors, until such time as the appointed chairman appoints additional positions with the approval of two additional officers and/or directors.

Rowena G. Wilson	Chairwoman
Mae Dawn Harper	Co-Chair
Sherri Ransom	Secretary
Ricky T. Barbary	Board Member
Thomas Glass	Board Member
Jeraldine Allen	Board Member
Edward Dennison	Board Member
Diedrelaithea Stepherson	Director of Administration
Anthony L. Robbins	Program Director/ Administrator
David Simmons	Asst. Public Relations Director
Sean M. Robbins	Co-Director of Administration


ARTICLE XII

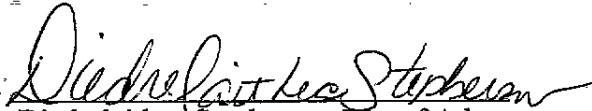
The above incorporators shall establish and adopt by laws within the first (4) four years of operation, until such time as bylaws can be established, the articles of incorporation shall act as bylaws until such time as bylaws are created. At no time shall or will the bylaws be inconsistent with the herein articles.

ARTICLE XIII

Amendments to these articles must be in pursuant too F.S. 617.1002 and at no time should articles VI, VII or IX be amended to change the language, without written consent from the Internal Revenue as prescribed in section 501 (c)(3) or by corresponding sections of any future federal tax codes.

The undersigned incorporator has been issued power of attorney to initiate these articles of incorporation and or sign on behalf of the members of the initial incorporators this 7th day of July 1999.


Anthony L. Robbins-Program Director


Diedrelaithea Stepherson-Dir. of Adm.

DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of F.S., the undersigned corporation organized under the laws of Florida submits the following statement to appoint it's registered agent.

1. The name of the Corporation shall be known as: South Florida Institute for Children & Family Re-Unification, Inc.
2. The mailing address of the corporation is: 20849 NW 9th Court # 108, North Miami, Florida 33169
3. The name and address of the appointed registered agent and office shall be:

Diedrelaithea Stepherson
20849 NW 9th Court # 108
North Miami, Florida 33169

Having been named as registered agent and to accept service of process for the above stated corporation, 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 statues relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Diedrelaithea Stepherson
Signature of Registered Agent

7/7/99

Date

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