

JAMES M. GUEST, P.A.
CERTIFIED PUBLIC ACCOUNTANT

15600 S.W. 288 STREET - SUITE 310
HOMESTEAD, FLORIDA 33033
(305) 248-0861
Fax (305) 245-2326

N99000004848

July 23, 1999

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*****131.25 *****87.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32319

RE: Articles of Incorporation
NATIONAL MISSING KIDS ALERT, INC. (NOT FOR PROFIT)

Dear Sir/Madam:

In reference to the above, please find enclosed original and one(1) copy of Articles of Incorporation to be filed with the Secretary of State, State of Florida. Also, enclosed is my check in the amount of \$131.25 which represents \$35.00 for filing fee, \$35.00 for Registered Agent Fee, \$52.50 for Certified Copy and \$8.75 for Certificate of Status. Please return the Certified copy of the Articles of Incorporation .

If you have any questions, please feel free to contact me.

Sincerely,


JAMES M. GUEST, CPA

JMG/nsb
Enclosures

FILED
99 AUG 13 AM 7:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 6, 1999

JAMES M. GUEST, P.A.
15600 S.W. 288 STREET
SUITE 310
HOMESTEAD, FL 33033

SUBJECT: NATIONAL MISSING KIDS ALERT, INC.
Ref. Number: W99000018266

We have received your document for NATIONAL MISSING KIDS ALERT, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 399A00039918

ARTICLES OF INCORPORATION
OF
NATIONAL MISSING KIDS ALERT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, as proper a person acting as incorporator of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of the Corporation is: **NATIONAL MISSING KIDS ALERT, INC.** The principal address of the Corporation shall be: P.O. Box 700673, Miami, Fl. 33170-0673.

ARTICLE II
ENABLING LAW

The Corporation is organized pursuant to Chapter 617, Florida Statutes, as a Corporation not for profit.

ARTICLE III
NATURE OF BUSINESS

The purpose for which this Corporation is organized are exclusively religious, charitable, cultural, scientific, and educational, within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code and the Regulations promulgated thereunder, including for such purposes of making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 as amended or the corresponding section of any future federal tax

code, and principally to help plan, promote, develop, and any other way assist in the activities, events, organization and publication of a Newsletter with reference to Missing Children, and for the general good and welfare of the public, especially the citizens of Florida.

The Corporation shall be empowered to:

1. Take and hold, by bequest, gift, grant, purchase, lease, or otherwise any property, tangible, or intangible, real or personal, or any undivided interest therein, without limitation as to the amount or value:
2. To contract for the operation or management of its projects.
3. To advertise and promote within or without the State as to the activities of the Corporation.
4. To sell, convey, assign, mortgage, encumber, pledge or otherwise dispose of or alienate any property, real or personal, tangible or intangible, and to invest or reinvest, or deal with the principal thereof, or the income therefrom in such manner as in the judgment of the Corporation's Board of Directors, will best promote the purpose of the Corporation, and without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any other law applicable thereto.
5. To receive income from various sources, including public and private grants, fees, rent, loans, and any other appropriate source determined to be necessary to carry out the purposes of this Corporation. To determine the best use of those receipts through preparation of annual

budgets, approved by the Board of Directors with the advice and guidance of a Certified Public Accountant and other professionals as warranted. No dividends, or part of any income shall inure, or be paid to any Board member, Director, or other person affiliated with the Corporation except for salaries for hired staff and professional assistance from the receipt of the Corporation.

6. To have and exercise any and all powers conferred upon corporations, both for profit and not for profit under the statutes of the State of Florida, provided however, that this Corporation is not empowered to engage in any activity that in itself is not furtherance of its purposes as set forth above.

7. To the extent permitted by law, to exercise its rights, powers and privileges by holding meetings of its members and Board of Directors, having one or more offices, by employing personnel and by establishing branches, subdivisions and agencies, in any part of the world.

ARTICLE IV **TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

ARTICLE V **REGISTERED AGENT**

The Registered Agent and the street address of the initial registered and principal

office of this Corporation in the State of Florida shall be:

**ANITA YOUNGKIN
11210 S.W. 221 STREET
MIAMI, FL. 33170-4734**

The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

ARTICLE VI **BOARD OF DIRECTORS**

The powers of this Corporation shall be exercised, its properties controlled, and affairs conducted by the Board of Directors. The number of Directors shall be set forth in the By-Laws of the Corporation, provided however, that except for the initial Board of Directors shall be as set forth below there shall never be fewer than three (3) members on the Board of Directors. The name and addresses of persons constituting the initial Board of Directors who are to act in that capacity until the selection of their successors are:

ANITA YOUNGKIN	11210 S.W. 221 STREET, MIAMI, FL. 33170-4734
MANNY BORRAJO	11210 S.W. 221 STREET, MIAMI, FL. 33170-4734
OMAR HURTADO	11210 S.W. 221 STREET, MIAMI, FL. 33170-4734

The above named individuals shall serve as the initial Board of Directors for a period of ninety (90) days after the date of incorporation. During that time, a list of permanent members of the Board of Directors shall be prepared by the above incorporators or other working with or familiar with the new corporation, consistent with the By-Laws and objectives for skill and experience, and shall be submitted to the Board of Directors for approval.

ARTICLE VIII **INCORPORATOR**

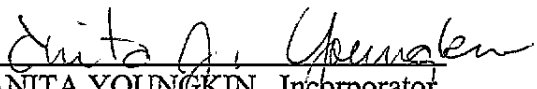
The name and address of each incorporator is: ANITA YOUNGKIN, P.O. BOX 700673, MIAMI, FL. 33170-0673.

ARTICLE VIII
INITIAL OFFICERS

The person or persons named below as Initial Officers shall hold their respective office for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first:

PRESIDENT	ANITA YOUNGKIN
VICE PRESIDENT	ANITA YOUNGKIN
TREASURER	ANITA YOUNGKIN
SECRETARY	ANITA YOUNGKIN

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation, this 23 day of July, 1999.


ANITA YOUNGKIN, Incorporator

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

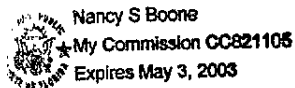
BEFORE ME, a Notary Public, personally appeared, ANITA YOUNGKIN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in Miami-Dade County, Florida, this 23rd
day of July, 1999.

Nancy S. Boone
NOTARY PUBLIC, State of Florida

My Commission expires:

(SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
99 AUG 13 AM 7:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance
with said Act:

NATIONAL MISSING KIDS ALERT, INC., Inc. desiring to organize
under the laws of the State of Florida, with its principal office, as indicated in the Articles of
Incorporation at Miami, County of Miami Dade, State of Florida, has appointed, ANITA
YOUNGKIN, 11210 S.W. 221ST STREET, MIAMI, FL. 33170-4723 Florida, as its agent to
accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the
place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply
with the provisions of said Act relative to keeping open said office.

Dated this 23 day of July, 1999.

Anita J. Youngkin
ANITA YOUNGKIN