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**FLORIDA NON-PROFIT CORPORATION**

**gardian angel of the children, inc.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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P.02/05

**ARTICLES OF INCORPORATION**

of

**GUARDIAN ANGEL OF THE CHILDREN, INC.**

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of incorporation:

**ARTICLE I**

**Name**

The name of the corporation shall be:

**GUARDIAN ANGEL OF THE CHILDREN, INC.**

**ARTICLE II**

**Principal place of business and mailing address**

The principal of business and mailing address of this corporation shall be:

1890 SW 57 Ave.  
Suite 107-E  
Miami, FL, 33155

**ARTICLE III**

**Purpose(s)**

The specific purpose(s) for which the corporation is organized is for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organization under Section 501(c) (3) of the Internal Revenue, or the corresponding section of any future federal tax code.

**ARTICLE IV**

**Manner of election of directors**

The manner in which the directors are elected or appointed is as follows:

The president shall preside at all membership meetings. He shall by virtue of his office be Chairman of the Board of Directors. He shall present at each annual meeting of the organization an annual report of the organization. He shall appoint all committees temporary or permanent. He shall see all books, reports and certificates as required by law are properly kept or filed. He shall be one of the officers who may sign the checks or drafts of the organization. He shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

This instrument was prepared by:  
Ana Rodriguez, Accountant  
1890SW 57 Ave. Suite 107  
Miami, FL 33155 (305) 267-1926

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**ARTICLE V**  
**Limitation of corporate powers**

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The corporate power of this corporation are as provided in section 617.0302, Florida Statutes.

**ARTICLE VI**  
**Initial registered agent and street address**

The name and the street address of the initial registered agent is:

Ury Martinez  
15878 SW 71 Terr.  
Miami, FL, 33193

**ARTICLE VII**  
**Incorporators**

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are):

Ury Martinez  
15878 SW 71 Terr.  
Miami, FL, 33193

Alain Lopez  
7080 SW 23 St.  
Miami, FL, 33193

Eugenia J. Vazquez  
9270 SW 149 Ct.,  
Miami, FL, 33196

Nataly Martinez  
15878 Sw 71 Terr.  
Miami, FL, 33193

The undersigned incorporator has executed these Articles of Incorporation this  
25 day of September 1999.

Signature of Incorporator:

Ury Martinez  
(Typed name of incorporator signing)

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## ARTICLE VIII

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This corporation is organized under a non-stock basis. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Second hereof. No substantial part of the activities of the corporation shall be 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 or in opposition to any candidate for public office. 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 for federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## ARTICLE IX

## Dissolution

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 the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by court Competent Jurisdiction of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations or organizations, as said Court shall determine, which are organized and operated for such purposes.

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 25 day of September, 1999.

  
Incorporator

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**CERTIFICATE OF DESIGNATION OF  
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, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

GUARDIAN ANGEL OF THE CHILDREN, INC.  
(must include suffix)

2. The name and address of the registered agent and office is:

URY MARTINEZ  
(NAME)

15878 SW 71 Terr.  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami, FL, 33193  
(CITY/STATE/ZIP)

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*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.*

Ury Martinez  
(SIGNATURE)

9/25/99  
(DATE)

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