

N9900007671

Law Offices
John Gaudiosi P.A.
3801 North Federal Highway
Pompano Beach, Florida 33064

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December 6, 1999

Secretary of State
Corporations Division
Neil Kirkman Building
Tallahassee, Florida

400003064464--1
-12/08/99--01052--003
*****70.00 *****70.00

Re: 659 Group, Inc.

Dear Sir:

Enclosed please find :

- a. Articles of Incorporation endorsed by the Honorable Thomas M. Lynch
- b. Order from the Honorable Thomas M. Lynch authorizing the change of status of the corporation to a not for profit corporation
- c. My check in the amount of Seventy Dollars (\$70.00)

Please record the enclosed Articles and return a copy to this office at your earliest opportunity.

Sincerely yours,

John Gaudiosi
John Gaudiosi

99 DEC 30 PM 12:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W 28181

RW 12/30

946-0388
Greg

Esposito

Spoke 12/14
Spoke 12/21
Spoke 12/28

court order
on last
page

OK per
KB



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 9, 1999

JOHN GAUDIOSI, P.A.
3801 N FEDERAL HWY
POMPANO BEACH, FL 33064

SUBJECT: 659 GROUP, INC.
Ref. Number: W99000028181

We have received your document for 659 GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6923.

RoseAnn Varnadore
Corporate Specialist Supervisor

Letter Number: 799A00058102

ARTICLES OF INCORPORATION
OF
659 GROUP, INC.

FILED
99 DEC 30 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming incorporated under the laws of the State of Florida as contained in Florida Statutes, Chapter 617, and the general amendments thereto, under the following Articles of Incorporation:

ARTICLE I

The name of the organization shall be known as 659 GROUP, INC.

ARTICLE II

The principal place of business shall be situated at 3801 North Federal Hwy, Pompano Beach, FL 33064, and said corporation shall have the right and privilege of establishing, operating and doing business in such other counties of the State of Florida and in such states of the United States and foreign countries as the Board of Directors may from time to time order and establish.

ARTICLE III

The purpose for which the corporation is organized are as follows:

- A. To receive and to administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation and to give funds and property from time to time to other organizations to be used or held for use directly in carrying out one or more such purposes.
- B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.
- C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501(c)(3) of the code, with all powers conferred on nonprofit corporations under the laws of the State of Florida.
- D. Among these purposes is to provide a program of services for the elderly.

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659 GROUP, INC.
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- E. To operate a single general-purpose structure represented as a community center & used predominantly for educational, literary, scientific, religious or charitable purposes.

ARTICLE IV

No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The post office address of the corporation shall be 3801 North Federal, Pompano Beach, FL 33064.

ARTICLE VII

The business of the corporation will be conducted by a board of not less than three trustees nor more than nine trustees as may be determined by the By-Laws, and in the absence of such determination shall consist of three trustees.

ARTICLE VIII

The initial board of trustees, each of whom is of full age and at least one of whom is a citizen of the United States, who shall hold office for the first year of the corporations's existence or until their successors are elected and have qualified, shall consist of three (3) who shall be elected at the initial meeting in accordance with the By-Laws.

ARTICLE IX

The corporation shall be organized as a nonstock organization.

ARTICLE X

This corporation has named John Gaudiosi, President, as its registered agent to accept service of process within this state.

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659 GROUP, INC.
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ARTICLE XI

The street address of the corporation's initial registered office is: 3801 N. Federal, Pompano Beach, FL 33064.

ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in these Articles of Incorporation, I hereby accept to act in the capacity, and agree to comply with the provisions of said Chapter 48.091, Florida Statutes, relative to keeping open said office.


John Gaudiosi

ARTICLE XII

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 Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or other wise attempting to influence legislation, and the corporation shall not participate in, or intervene in 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 an corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE XIII

Upon the 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 government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county

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659 GROUP, INC.
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in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV

The name and address of the incorporator is:

- o John Gaudiosi
3801 N. Federal Hwy.
Pompano Bch., FL 33064

Dated this 28th day of December, 1999

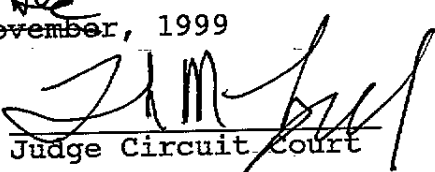


John Gaudiosi
President and Incorporator

ENDORSEMENT

The undersigned Judge of the Circuit Court of the Seventeenth Judicial Circuit in and for Broward County, Florida, has reviewed the foregoing Articles of Incorporation and hereby approves the same. All property of the corporation shall become the property of the corporation of the not for profit, subject to all indebtedness and liabilities of the petitioning corporation.

Dated this 29 day of Dec ~~November~~, 1999


Judge Circuit Court

FILED
99 DEC 30 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BROWARD COUNTY, FLORIDA

I certify this document to be a true
and correct copy of the original.

WITNESS MY HAND AND SEAL

on DEC 29 1999

ROBERT E. LOCKWOOD, Clerk

BY Jack Walker D.C.

(Validated by authorized original signature only)