

PD2000090340

Tools for Change  
Black Economic Development Coalition, Inc.  
6015 N.W. 7<sup>th</sup> Avenue  
Miami, FL 33127  
305/751-8934

August 13, 2002

02 AUG 19 PM 2:04  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

600007195536--7  
-08/19/02--01040--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed please find an original copy of the Articles of Incorporation, and Certificate Designating Places of Business, and a money order for filing fees for the following:

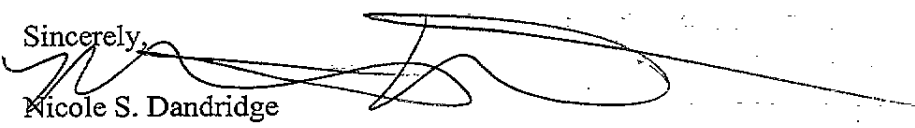
NO.	Company name	MO#	Amount
1.	SUNSHINE CREATIVE LEARNING CENTER, INC.	04756035058	\$78.75
2.			
3.			
4.			
<b>TOTAL</b>			<b>\$78.75</b>

Please file both the Articles and certificates for the Designation for the corporation and return a filed copy of each document to the following address:

Nicole S. Dandridge, Esq.  
Tools for Change  
Black Economic Development Coalition, Inc.  
6015 NW 7<sup>th</sup> Ave.  
Miami, FL 33127

Please feel free to contact me with any further questions.

Sincerely,

  
Nicole S. Dandridge  
Legal Department

8-20-02  
5

FILED  
02 AUG 19 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**SUNSHINE CREATIVE LEARNING CENTER, INC.**

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLES I: NAME OF THE CORPORATION**

The name of the corporation **SUNSHINE CREATIVE LEARNING CENTER, INC.** is hereinafter referred to as the "Corporation".

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and mailing address of the Corporation is 740 N.E. 155 Terrace, Miami, FL 33162

**ARTICLE III: DURATION OF THE CORPORATION**

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV: PURPOSE OF THE CORPORATION**

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

**ARTICLE V: AUTHORIZED SHARES**

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem

appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

#### **ARTICLE VI: PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### **ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's initial registered office is **740 N.E. 155 Terrace, Miami, FL 33162**; and the registered agent at that office is **VERONICA WALLACE**.

#### **ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have two(2) director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws.

The initial Board of Director(s) of the Corporation shall be comprised of:

**LUCINDA SMITH**  
740 N.E. 155 Terrace  
Miami, FL 33162

**VERONICA WALLACE**  
240 N.E. 163 Street  
Miami, FL 33162

**ARTICLE IX: INCORPORATOR**

The incorporator of the Corporation is as follows:

**LUCINDA SMITH**  
740 N.E. 155 Terrace  
Miami, FL 33162

IN WITNESS WHEREOF, I, **LUCINDA SMITH**, the undersigned incorporator, have signed these Articles of Incorporation on this 8<sup>th</sup> day of August, 2002, and acknowledged the same to be my act.

  
**LUCINDA SMITH**

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of August, 2002 by, **LUCINDA SMITH**, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: 

PRINT: **ELAINE H. BLACK**

STATE OF FLORIDA AT LARGE



FILED

02 AUG 19 PM 2:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following  
is submitted, in compliance with said Acts:

First--That **SUNSHINE CREATIVE LEARNING CENTER, INC.,** desiring to organize  
under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation  
at City of Miami , County of Dade, State of Florida, has named **VERONICA WALLACE** at 740 N.E.  
**155 TERRACE**, in the City of Miami, County of Miami-Dade, State of Florida, as its agent to accept  
service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY:   
VERONICA WALLACE

DATE: 8/8/02