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To:

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FLORIDA PROFIT CORPORATION OR P.A.

CHILDREN FIRST! OF MIAMI, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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04-16-03



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 14, 2003

EMPIRE

SUBJECT: CHILDREN FIRST! OF MIAMI, INC.
REF: W03000010471

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is N99000003533.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

FAX Aud. #: H03000112836
Letter Number: 603A00022211

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AFFIDAVIT

STATE OF FLORIDA)
 COUNTY OF MIAMI-DADE) ss.

BEFORE ME, the undersigned authority, this 15 day of April 2003, personally appeared, BILL LYNCH, who is personally known to me and/or produced a Florida Driver's License as identification, and after taking an oath stated as follows:

1. That your Affiant is the President of that certain administratively dissolved non-profit Florida corporation named "CHILDRENFIRST! OF MIAMI, INC."
2. That the undersigned and its officers and directors have no intention of reinstating the aforesaid dissolved corporation with document number N99000003535 and have no objection to the Department of State's release of said corporate name.
3. That all statements contained herein are true and correct to the best of your Affiant's personal knowledge.

FURTHER AFFIANT SAYETH NAUGHT.

AFFIANT

Bill Lynch
 BILL LYNCH, President of
 ChildrenFirst of Miami, Inc. (Non Profit)
 Document Number: N99000003535

SWORN TO AND SUBSCRIBED before me this 15 day of April 2003.



David L. Margolis
 My Commission CC886138
 Expires August 25, 2003

David L. Margolis
 NOTARY PUBLIC, STATE OF FLORIDA

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 STATE

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(8)

ARTICLES OF INCORPORATION

OF

ChildrenFirst of Miami, Inc.

I, the undersigned, hereby associate for the purpose of becoming a corporation under the provision of the General Business Corporation Act of the State of Florida.

ARTICLE I

The name of the corporation shall be: ChildrenFirst of Miami, Inc.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The general purpose for which this corporation is organized shall include all transactions of any and all lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be in excess of one hundred dollars (\$100.00).

ARTICLE V

The maximum number of shares of capital stock that this corporation is authorized to issue is 100 shares of common stock, having a par value of one dollar (\$1.00) per share. This class of shares shall have full voting rights.

The corporation shall have the power to amend these Articles at any time to provide for the issuance of additional classes of stock and to declare provisions for preferences, limitations, and relative rights in respect to the shares of each class.

Prepared by: David L. Margolesky, Esq.
Florida Bar No.: 981974
10761 SW 104th Street
Miami, Florida 33176
(305) 412-2100

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ARTICLE VI

The street address of the principle office of the corporation shall be: 315 Cadema Avenue, Coral Gables, Florida 33134.

ARTICLE VII

The number of directors constituting the initial board of directors of the corporation is one but no more than five, and the name and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Bill Lynch: 315 Cadema Avenue, Coral Gables, Florida 33134.

ARTICLE VIII

The names and addresses of the first officers of this corporation are as follows:

PRESIDENT/SECRETARY:

Bill Lynch: 315 Cadema Avenue, Coral Gables, Florida 33134.

ARTICLE IX

The shareholders of the corporation shall possess preemptive rights to acquire shares of stock issued by the corporation.

ARTICLE X

The name and address of the incorporator is as follows:

Bill Lynch: 315 Cadema Avenue, Coral Gables, Florida 33134.

ARTICLE XI

The designated registered agent's name and address for this corporation is:

Bill Lynch: 315 Cadema Avenue, Coral Gables, Florida 33134

ARTICLE XII

The corporation may adopt by-laws and regulations creating, defining, limiting and regulating the powers of the corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provisions which are required or permitted under the General Business Corporation Act of the State of Florida.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation for ChildrenFirst of Miami, Inc., this 8 day of April 2003.


BILL LYNCH

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CERTIFICATE OF DESIGNATION

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with section 48.091, Florida Statutes, the following is submitted; ChildrenFirst of Miami, Inc. desiring to organize and qualify under the laws of the State of Florida with its corporate address at 315 Cadema Avenue, Coral Gables, Florida 33134, and with its registered agent for service of process within Florida being: Bill Lynch located at 315 Cadema Avenue, Coral Gables, Florida 33134 having been made 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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of duties.

Bill Lynch

Registered Agent
Bill Lynch

9-8-03

Date

FILED
2003 APR 15 AM 8:02
CLERK OF COURT
STATE
OF FLORIDA

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