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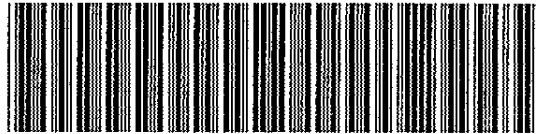
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓
11/7/



MOTHERS WE CARE INCORPORATION
18947 NW 45TH AVENUE
MIAMI, FLORIDA
33055
305-628-4492

October 18, 2003

Department of State
Division of Corporations
P.O. Box 6397
Tallahassee, Florida
32314

SUBJECT: APPLICATION FOR FORMATION OF A NON PROFIT
ORGANIZATION

Dear Sir/Madame:

Attached is one original and one copy of Articles of Incorporation for MOTHER WE CARE, INCORPORATED. Also, included is a money order in the amount of \$87.50 for filing fees, registered agent fee and certificate fee.

Hoping that this application is in compliance with the filing requirements.

Sincerely,

Linda Robinson
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR

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: **MOTHERS WE CARE, INC.**

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
18947 NW 45TH Avenue
Miami, Florida 33055

ARTICLE III
PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are):

The primary purpose of this organization is to provide direct home intervention and support services to underserved single women with children. The organization will provide services that will be designed to assist single women with children in the areas of nutrition, tutorial, parenting, nurturing, hygiene, sanitation, job training and job placement.

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

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

The Board of Directors shall consist of three members in good financial standing within the organization who will be elected by the incorporators by a majority vote.

The Board of Directors will hold that position for a period of five years (5) and could be re-elected by financial members upon completion of their term in office.

The Board of Directors shall be responsible for scheduling monthly meetings and overseeing the affairs of the organization.

The Board of Directors will be responsible for electing an Executive Director, Secretary and Treasurer and outlining the detailed functions for all positions as well as the organization's members.

The Board of Directors will be responsible for the establishment of all by-laws of the organization as well as the legal, financial and operational functions of the organization.

The Board of Directors will be governed by the organization's by-laws and the laws governing the State of Florida.

Assets will be equally distributed to all financial members upon dissolution of the organization.

The organization will not be aligned to any national or international association subject to the guidelines of any organization, except the State of Florida and that of the United States government.

The Board of Directors will meet once monthly at the organization's headquarters.

Members will be notified at least one month in advance of the dates, times and procedures of all general meetings.

A quorum will be established by the Board of Directors.

Members will be required to vote on matters established by the Board of Directors.

Only members present at meetings will be allowed to vote on issues stipulated by the Board of Directors.

The Director will be responsible for all daily operations of the organization and will report to the Board of Directors monthly.

The Board of Directors will be responsible for all proceedings at meetings.

The Director will be held responsible for addressing all issues presented.

The Secretary will be responsible for all minutes and agency's correspondence and will be present at all meetings.

The Treasurer will be required to attend all meetings and provide updated financial information to members quarterly and Board of Directors monthly.

All organization documents are to be kept on the premises of the organization for a period of at least five (5) years.

Vacancies will be filled by a majority vote by the Board of Directors.

The Board of Directors will retain the right to amend all by - laws as deemed necessary.

ARTICLE VI
INCORPORATOR(S)

The name(s) and address(es) of the Incorporator(s):

**The undersigned incorporators have executed these Articles of Incorporation this
18th day of October , 2003.**

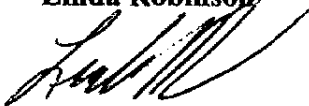
Names of Incorporators.

Tracy Hall



President

Linda Robinson



Seceretary/Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

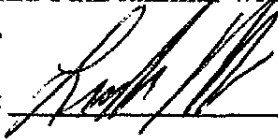
ARTICLE V
INITIAL REGISTERED AGENT AND STREET ADDRESS

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

**Linda Robinson
18947 N.W. 45th Avenue
Miami, Florida 33055**

Having been named as the 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.

Signature/Registered Agent



Date:

10/18/03