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### Reed's Divine Child Day Care, Inc.

### Lillian Reed, President

9095 NW 30th Ave. Ocala, 34475 (352) 361- 1492

Email: Reedfa16703@embarqmail.com

To:

Division of Corporations

Secretary of State

2661 Executive Center Circle

Tallahassee, Florida 32301

Phone: (850) 245-6052

www.sunbiz.org

From:

President /CEO: Lillian Reed

Subject:

To Incorporate a For-Profit Corporation

#### **Dear Department of Corporations:**

Please find enclosed a Money order for \$78.75 and 2 copies of For-Profit Articles of Incorporation. Please file and register these Articles of Incorporation and mail back one of the Certified Copies to me.

#### Return the Certified Articles Copy to:

Lillian Reed, President 9095 NW 30th Ave. Ocala, FL. 34475

Phone #: (352) 361- 1492

# ARTICLES OF INCORPORATION FOR Reed's Divine Child Day Care, Inc.

We, the undersigned, as proper persons acting as incorporators of this for-profit corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

### ARTICLES I NAME OF CORPORATION

The name of the corporation is: Reed's Divine Child Day Care, Inc.

### ARTICLE II PURPOSE

Purpose of the corporation is: For any and all lawful business to include but shall not be limited to providing child care, personal care and a consortium of coordinated support services in an in-home residential or community setting for working parents of children in a before care, daycare and afterschool care environment that is safe, clean, nurturing, nutritional, and abuse/neglect free. As well as the purchase and sale of real estate land and properties.

### ARTICLES III CORPORATE ADDRESS

The Street Address of the Principal Office of the Reed's Divine Child Day Care, Inc. Shall Be
9095 NW 30th Ave., Ocala, Florida 34475

### ARTICLE IV INITIAL ADDRESS OF THE CORPORATION

The initial principal address (which may change from time to time) of the place of business is: 9095 NW 30th Ave., Ocala, Florida 34475

### ARTICLE V TERM OF EXISTENCE

The period of this corporation's duration of existence shall be perpetually, indefinitely.

### ARTICLE VI SHARES

The aggregate number of authorized shares is: 100

### ARTICLE VII START-UP CONSIDERATION

The corporation will not commence business until at least \$100 dollars have been received by it as consideration for the issuance of shares.

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### ARTICLE VIII VOTING

Cumulative voting of shares of stock are authorized as outlined in the by-laws.

# ARTICLE IX ADDITIONAL SHARES

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury Shares of the corporation are: Approve by the Board of Directors of this corporation.

# ARTICLE X REGULATING AFFAIRS

Provisions for regulating the internal affairs of the corporation are: The managing partners of the Corporation will be responsible for all day to day operations.

# ARTICLE XI INCORPORATOR(S)

The name and address of initial incorporator(s) is/are:

| Name         | <u>Address</u>        |  |
|--------------|-----------------------|--|
| Lillian Reed | 9095 NW 30th Ave.     |  |
| President    | Ocala, Florida. 34475 |  |

# ARTICLE XII THE INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is four, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

| <u>Name</u>     | <u>Address</u>       | Shares of Stock |  |
|-----------------|----------------------|-----------------|--|
| Lillian Reed    | 9095 NW 30th Ave.    | 100             |  |
| President       | Ocala, FL. 34475     |                 |  |
| Frederic Reed   | 9095 NW 30th Ave.    | 0               |  |
| Vice President  | Ocala, Florida 34475 |                 |  |
| Ella Mae Redish | 9095 NW 30th Ave.    | 0               |  |
| Secretary       | Ocala, Florida 34475 |                 |  |
| Lillian Reed    | 9095 NW 30th Ave.,   | 0               |  |
| Treasurer       | Ocala, FL. 34475     |                 |  |
| Fredrena Reed   | 9095 NW 30th Ave.,   | 0               |  |
| Historian       | Ocala, FL. 34474     |                 |  |
|                 | Dage 7 of 4          |                 |  |

Page 2 of 4

# ARTICLE XIII THE MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be as stated in the corporate bylaws.

# ARTICLE XIV INITIAL REGISTERED AGENT AND STREET ADDRESS

| The name and Florida street address of the ini   | mai registered ag- | ent snall be as follows:           |   |
|--|--------------------|------------------------------------|---|
| The name of the initial Registered Agent of the  | nis Corporation is | : Lillian Reed                     |   |
| and the street address of the initial registered | agent of this corp | oration in the state of Florida is | : |
| Registered Agent Name: Lillian Reed              | Address:           | 9095 NW 30th Ave.                  |   |
| <u></u>  | City:              | Ocala,                             |   |
|  | State:             | Florida                            |   |
|  | Zip Code:          | 34475                              |   |
|  | Phone #:           | (352) 361-1492                     |   |

# ARTICLE XV QUALIFICATION AND ADMISSION OF MEMBER

The qualification for members and the manner of their admission are: The conditions or membership shall be stated in the bylaws.

### ARTICLE XVI FOR STOCK

The corporation is organized under a stock basis.

## ARTICLE XVII DISSOLUTION

In the event of dissolution, the business the assets shall be sold to cover all the outstanding debts and the residuals shall be dispersed among the stockholders in accordance with the number of shares they own and all residual thereafter shall remain the asset and revenues of the owner.

# ARTICLE XVIII AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by the statute, and all rights conferred upon members herein are granted subject to their reservation. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

### ARTICLE XIX LIABILITY

The President of the corporation shall not be liable to either the corporation or it's member for monetary damages for a breach of fiduciary duties unless the breach involves (1) a President's duty of loyalty to the corporation of it's members; (2) acts of omissions no in good faith or which involves intentional misconduct or a knowing violation of law, (3) a transaction from which the President derived an improper benefit.

# ARTICLE XX INCORPORATOR(S)

| Incorporation this day ofSeptember, 2009.   |
|---|
| The name and address of the Incorporator of these Articles of Incorporation is:   |
| Name: Lillian Reed Address: 9095 NW 30th Ave. City: Ocala, State: Florida. Zip Code: 34475  |
| Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate of Incorporation 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 of Registered Agent: Zillar Bed Date: 9-17-09   |
| STATE OF Florida ) COUNTY OF Marion )   |
| I HEREBY CERTIFY that on this day before me a NOTARY PUBLIC duly authorized in the State and County named above to take acknowledgment, personally appear Lillian Reed  To me known to be the persons described as having executed the foregoing Articles of Incorporation and Acknowledged before me that they Subscribed to these Articles of Incorporation this 17th day of Litt September 20 09   |
| NOTARY PUBLIC, STATE OF FLORIDA (SUMME)   |
| My Commission Expires: 4/21/2012  SANDRA L OSTRANDER MY COMMISSION # DD 749319 EXPIRES: April 21, 2012 Bonded Thru Notary Public Underwitters   |

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SECRETARY OF STATE
SECRETARY OF STATE