

Watson & Company, P.A.

Certified Public Accountants

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195000000905

February 16, 1995

REC'D
95 FEB 23 AM 8:51
FILING OFFICE - FLORIDA

Florida Department of State
Division of Corporation
P.O.Box 6327
Tallahassee, FL 32314

Re: FAMILY APPROACH TO CHILD ENRICHMENT, INC.
Filing of Articles of Incorporation

Attn: Ms Nancy Hendricks
Corporate Specialist

Dear Madam:

Attached is the Articles of Incorporation for the captioned non-profit company which we ask that you process in your usual manner.

Our check is enclosed for the filing fee. Thank you.

Sincerely
WATSON & COMPANY, P.A.



Florence Meikle
Office Manager
for the Firm.

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/fvm.
enc.

D. SHOWN FEB 24 1995

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR

FAMILY APPROACH TO CHILD ENRICHMENT, INC.

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The undersigned subscribers to these Articles of Incorporation natural persons competent to contract, hereby form a non-profit corporation under the State of Florida.

ARTICLE I

The name of the non-profit corporation is FAMILY APPROACH TO CHILD ENRICHMENT, INC.

ARTICLE II

The non-profit corporation shall exist perpetually. The corporate existence shall commence as of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III

The non-profit corporation is organized exclusively for the purpose of providing educational and cultural training programs only and not for pecuniary gain within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Law.

ARTICLE IV

Notwithstanding any other provision of these articles, this organization shall not carry or any activities not permitted to be carried on by an organization except from Federal Income Tax, under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V

The qualifications of members and the manner of their admission are to be provided for in the ByLaws of the Corporation.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

Directors of the Corporation shall be elected or removed in accordance with the procedures provided for in the Bylaws. The number constituting the initial Board of Directors of the Corporation is five (5) and the names and address of the persons who are to serve initially are as follows:

Walter H. Peterson
8517 Claridge Drive
Miramar, FL 33025

James Johnson, MD
1745 NW 57th Street
Miami, FL 33142

Laura Bethel
1720 NE 138th Street
Miami, FL 33181

Franklin Beckwith
1560 NW 55th Terrace
Miami, FL 33142

Ms Rosalyn Mann
15831 NW 38th Court
Miami, FL 33142

ARTICLE VII

The name of the initial registered agent of this non-profit corporation is Walter Peterson located at 8517 Claridge Drive, Miramar, FL 33025 and the street address of the principal place of business is at 1130 NW 2nd Avenue, #204, Miami, FL 33136.

ARTICLE VIII

This corporation is organized under a non-stock basis.

ARTICLE IX

The property of this non-profit corporation is irrevocably dedicated to education and cultural purposes and no part of the net income or assets of this non-profit corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take
acknowledgement in the State and County set forth above,
personally appeared WALTER PETERSON, known to me and known by me
to be the person who executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal in the State and County aforesaid, this 10th
day of FEBRUARY 1995.

W. C. _____

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



ARTICLE X

Upon the dissolution or winding up of this non-profit corporation, its assets remaining after payment, or provisions for payment of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for educational and cultural purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent Federal Income Tax Laws.

ARTICLE XI

AMENDMENT

This non-profit corporation reserves the right to amend or repeal any prior provisions contained in the Articles of Incorporation or any amendment thereto.

Amendments of these Articles of Incorporation may be proposed by a quorum of members for their vote. Amendments may be adopted by the vote of 51% of a quorum of members of the corporation.

IN WITNESS WHEREOF, I the undersigned incorporator of this corporation and including all persons herein named as the subscribers of this non-profit corporation for the purposes of forming this non-profit corporation under th Laws of Florida, have executed these Articles of Incorporation on the..10th..day of...FEBRUARY...

1995.

W. W. W. W.

FILED
95 FEB 23 AM 8:51
MALLARD COUNTY

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND ACCEPTANCE
OF AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Sections 48.091 and 607.034 of the Florida
Statutes the following is submitted:

FIRST, that WALTER PETERSON is desiring to organize or qualify
under the laws of the State of Florida with its principal place
of business at 1130 NW 2nd Avenue, #204, Miami, Florida 33136 as
its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated non-profit corporation, at 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 performance of my duties.

DATED this 10th day of FEBRUARY, 1995.

BY: Walter Peterson

WALTER PETERSON

REGISTERED AGENT