



N 000000002349
S. DAVIS & ASSOCIATES, P.A.

Certified Public Accountants & Consultants

2521 Hollywood Boulevard
Hollywood, Florida 33020
(954) 927-5900
(954) 927-5927 Fax

Suite 110Y
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Miami, Florida 33169
(305) 628-1510
(305) 628-1595 Fax

March 28, 2000

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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*****78.75 *****78.75

To Whom It May Concern:

Enclosed are the Articles of Incorporation for JITA Outreach Ministries, Inc for filing with the State. In addition, I have enclosed a check for \$78.75 for the filing fees.

If you have any questions or need any additional information, please contact me at (954) 927-5900.

Sincerely,

Shaun M. Davis
Managing Partner

FILED
00 MAR 29 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 3, 2000

SHAUN M. DAVIS
2521 HOLLYWOOD BLVD
HOLLYWOOD, FL 33020

SUBJECT: JITA OUTREACH MINISTRIES, INC.
Ref. Number: W00000008858

We have received your document for JITA OUTREACH MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

You must list at least one incorporator with a complete business street address.

You must list the corporation's principal office and/or a mailing address in the document.

Please list the street address of each officer/director.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 000A00018197

ARTICLES OF INCORPORATION

(A Corporation not for profit)

JITA Outreach Ministries, Inc.

00 MAR 29 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

We, the undersigned, hereby associate ourselves together for the purposes of becoming incorporated under Chapter 617, Florida statues, applicable to corporations not for profit and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation.

ARTICLE I - NAME AND PLACE OF BUSINESS

The name of this corporation shall be: *JITA Outreach Ministries, Inc.*, and it shall conduct its operations and its place of business principally within the United States, and incidentally outside the territory of the United States as may be determined by the by laws except as restricted herein. The principal office of this corporation shall be: 15141 Railroad Drive; Miami, Florida 33054.

ARTICLE II - REGISTERED RESIDENT AGENT

The name of the registered agent of this corporation at the registered office of this corporation shall be: *S. Davis & Associates, P.A.*

ARTICLE III - PURPOSES

Section I.

The purposes of which this corporation is formed are:

- a. To organize a non-profit corporation and to associate together persons, associations and corporations in order to operate exclusively for all objectives described, permitted and limited in Section 501 (c) (4) and (d) 401 (g) of the 1954 Internal Revenue Code. For purposes and powers as set forth herein these Articles of Incorporation, references to the provisions of the code shall be deemed to include statutes which succeed such provisions and all appropriate regulations and rulings of the Internal Revenue Service pursuant thereto;
- b. To engage in any and all lawful activities which are incidental to the foregoing purposes except as restricted herein;
- c. To do any and all lawful things for all objectives which are religious, charitable, scientific, literary or educational and to do any and all lawful things in pursuant to all objectives or any similar Act which is passed by the Florida or American Legislature, and in pursuant to the purposes of community development, as described, permitted, and limited as tax exempt purposes pursuant to Section 501 (c) (4) of the above described code;
- d. To make contributions to any organization described in Section 501 (c) and (d) of the above described Code with the exception of organization testing for public safety;
- e. To do all lawful things in promotion of social welfare of the people in the community and to bring about civic betterments and social improvements with all methods allowed an organization tax exempt as a social welfare organization, as described, permitted and limited pursuant to the Section 501 (c) (4) of the above described Code, including as set forth therein the advocacy or rejection of legislation.

ARTICLE IV -OBJECTIVE

Section 1.

The corporation is to have any and all power to do any and all things necessary to expedite and carry out all the purposes and objectives of this corporation and as may be determined by the Board of Directors and subject to the by-laws and to possess all rights, privileges and immunities, and to enjoy all benefits granted corporations under the laws of the State of Florida provided that such powers are in furtherance of the tax exempt purposes of the Articles of Incorporation herein.

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of, but shall not be limited to: Feeding the Homeless, Drug and Alcohol Rehabilitation, Residential Live In, Trade Training, Child Care, Battered Women, Single Mothers and other programs to aid those in need.

Section 2.

This corporation shall not be operated for the purpose of carrying on a trade or business for profit or otherwise engage in any activity which deny tax exemption pursuant to Section 502 of the Code as herein described.

Section 3.

This corporation shall not engage in any transaction described and prohibited in Section 503 and 504 of the Code as herein described and pursuant thereto.

- a. Any other provision of this instrument, notwithstanding the directors, shall distribute its income for each taxable year at which time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws.

- b. Any other provisions of this instrument notwithstanding the officers and directors shall not engage in any act of self dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1964 or corresponding provisions of any subsequent federal tax laws, nor retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws, nor make any investments in such manner as to incur tax liability under Section 4994 of the Internal Revenue Code of 1964, or corresponding provisions of any subsequent federal tax laws; nor make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954 or corresponding provision of any subsequent tax laws. Reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes provided that such compensation be governed by the fiduciary principle of absolute and undivided loyalty to this corporation and that such compensation does not exceed the compensation received by persons rendering similar kind of services of similar purposes of similar non-profit corporations tax exempt pursuant to Section 501 (c) (3) or Section 501 (c) (4) of the above described Code and such compensation is reasonable proportional to financial ability of the organization to operation pursuant to its purposes.
- c. Any and all funds, property or assets of the corporation may be contributed only for the purposes of this corporation, including contributions to similar tax exempt organizations with similar purposes and similar organizations not declared tax exempt but with similar purposes provided that this corporation retains control and discretion over the funds, property or assets so contributed to said organization not declared tax exempt.
- d. No other contribution shall be distributed to any person or persons except to the needy or indigent provided that adequate records and case histories are made of the recipient according to the traditional standards of social service which shall not be less than those of a local tax exempt United Fund Agency or those standards

approved by the office of Economic opportunity, its successor agency, nor any agency with the same or similar objectives and purposes.

Section 4.

This corporation may organize corporations and associations otherwise make all necessary and proper stipulation, agreements, contracts and other arrangements, with other corporations and associations, for partnership, joint-subsiidiaries, joint-ventures and for other cooperative relationships, for means of carrying out any and all of the purposes and objectives of this corporation including, but not limited to, the use of the same officers, personnel, methods, means, and agencies, provided that;

- a. Such arrangements and operations would not put their corporation, officers and directors in violation of the other provisions of these articles of incorporation.
- b. Such arrangements would not destroy the separate legal identities or make one corporation or association the more agent or instrument of the other corporation or association.

Section 5.

This corporation shall do any activity permitted an action organization tax exempt as a social welfare organization pursuant to section 501 (c) (4) of the above described code, provided funds or contributions received by this corporation for purposes pursuant to purposes described in Section 501 (c) (3) of the above described Code shall not be used or distributed in any activities prohibited for organizations tax exempt pursuant to Section 501 (c) (3) nor shall this corporation engage in any activities that are unlawful under applicable federal, state or local laws.

Section 6.

Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not have or exercise any power nor shall it directly or indirectly engage in any activity that would;

1. Prevent it from obtaining exemption from taxation, or;
2. Cause it to lose exempt status as a corporation described in Section 501 (c) (4) of the Internal Revenue Code of 1954 as now enforced or hereafter amended.

ARTICLE V - DISSOLUTION

Upon dissolution of this corporation, this Board of Directors, after paying or making provisions for the payment of liabilities of the Corporation pursuant to the operation of law, shall distribute all assets exclusively only to those organizations which have been determined to have been qualified to be exempt under Section 501 (c) of the Internal Revenue Code as herein described.

ARTICLE VI - TERM OF EXISTENCE

This corporation not for profit shall be perpetual existence.

ARTICLE VII - MEMBERSHIP

Membership of this corporation shall consist of those persons, associations, and corporations, pursuant to and as provided in the by-laws. The names, addresses and residence of the persons who shall serve as members until otherwise provided for in the by-laws is set forth in Article VIII of these Articles of Incorporation.

The qualifications of member, their manner and admission, conditions, and regulations of membership and the rights of other privileges of the classes of members shall be determined and fixed by the by-laws. A written declaration to cooperatively work to achieve the objectives herein specified in these Articles shall be the primary qualification of members. An applicant for membership shall be entitled to admission to membership after having filed the required written

declaration with the Secretary of this corporation and after approval of a majority of the Board of Directors.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1.

This corporation shall be operated and governed by a Board of Directors. This by-laws may provide another name for the Board of Directors, and shall otherwise provide for the extent and limits of their powers, duties, and privileges, and, further, shall provide for the manner of appointment, qualification or election and other matters selection thereto, subject to restrictions herein, including;

- a. The number of Directors may be provided for in the by-laws but shall at all times not be less than three;
- b. The directors may only recommend, with the membership, officers of the church for services rendered pursuant to these articles:

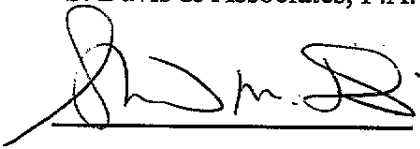
<u>OFFICE</u>	<u>NAME</u>
President	Ronnie Green 1541 Railroad Drive Miami, Fl 33054
Director	Bobby Gilbert 1541 Railroad Drive Miami, FL 33054
Director	Jacqueline Troutman 1541 Railroad Drive Miami, Fl 33054
Director	Ernestine Green 1541 Railroad Drive Miami, Fl 33054

ARTICLE IX - AMENDMENTS

Amendments to the Articles of Incorporation or to the by-laws may be proposed by any Director or member at any regular or special meeting of the Board of Directors of the membership to be presented at the next regular meeting of the Board of Directors, or at a meeting, properly called and noticed, as provided by the by-laws. Amendments shall be made or altered by two-thirds of the Directors or members present at such meeting. Amendments to the Articles of Incorporation shall be forwarded to the Secretary of the State of Florida and approved by him before the same shall become effective.

The undersigned has executed these Articles of Incorporation this 24th day of March, 2000.

"S. Davis & Associates, P.A. by Shaun M. Davis, Managing Director"

A handwritten signature in black ink, appearing to read "Shaun M. Davis", is written over a horizontal line. The signature is stylized and cursive.

2521 Hollywood Boulevard
Hollywood, Florida 33020

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

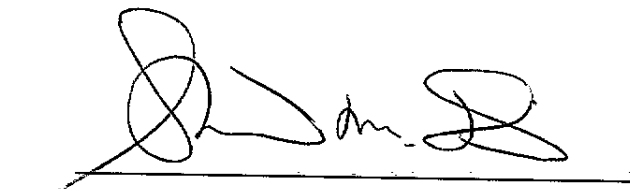
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JITA Outreach Ministries, Inc.

2. The name and street address of the registered agent and office is:
S. Davis & Associates, P.A.
2521 Hollywood Boulevard; Hollywood, Florida 33020

00 MAR 29 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

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 STATUES 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.



SHAUN M. DAVIS