OFFICE A SERVICE LAZARUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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	NEW FILINGS	AMENDMENTS	121 PM
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ARTICLES OF INCORPORATION OF

NEW HOPE FOR LIFE CENTER COrf.

A FLORIDA NONPROFIT CORPORATION

ARTICLE ONE - NAME

The name of this corporation is NEW HOPE FOR LIFE CENTER.

ARTICLE TWO - STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general religious and charitable purposes pursuant to the Florida Corporations Not-for-Profit Law set forth in Part 1 of chapter 617 of the Florida Statutes.

ARTICLE THREE - GENERAL AND SPECIFIC PURPOSES

- A. The specific and primary purposes for which this corporation is formed are:
- 1. To provide teaching and counseling for prisoners who have been released from incarceration; increase civic interest and pride; to create and maintain higher standards of moral; and to do all things as are properly within the scope of such an association for the welfare of the prisoners and the community.
- 2. Its general purpose shall be to advance general welfare, educational, civic, and social interests and to promote integrity.
- 3. Its plan of operations shall be to provide a suitable place for teaching and counseling of released prisoners, the establishment of facilities for educational and civic activities, including social and recreational features. This association in its activities shall be civic in nature.

Cecile A. Martin, Esquire Florida Bar No. 0396450 18350 NW 2nd Avenue, 5th Floor Miami, Florida 33169

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- B. The general purposes for which this corporation is formed are to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.
- C. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR - TERM

This corporation shall have a perpetual existence.

ARTICLE FIVE - MEMBERSHIP

The corporation shall have a membership distinct from the Board of Trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members and their liability for dues and assessments and the methods of collection thereof, shall be set forth in the bylaws.

ARTICLE SIX - SUBSCRIBERS

The name and residence address of the subscriber of the

corporation is as follows:

Regna Page 6512 NW 188th Lane Miami, Florida 33015

ARTICLE SEVEN - LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

- A. The countyin the state of Florida where the principal office for the transaction of the business of this corporation is to be located in the county of Miami-Dade at 6512 NW 188th Lane, Miami, Florida 33015
 - B. The name and address of this corporation's registered agent is:

Regna Page 6512 NW 188th Lane Miami, Florida 33015

ARTICLE EIGHT - MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Trustees: The powers of this corporation shall be exercised, it properties controlled, and its affairs conducted by a Board of Trustees. The number of trustees of the corporation shall be provided, however, that such number may be changed by bylaw fully adopted by the members.

The trustees named herein as the first Board of Trustees shall hold office until the first meeting of members, to be held on

January 30, 2002 at 7:00 p.m., at 6512 NW 188th Lane, Miami, Florida

33015 at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at 7:00 p.m., on the 30th of January of each year at the

principal office of the corporation, or at such place or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent to in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same effect if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous consent of the Board of Trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the Trustees to so act. Such a statement shall prima facie evidence of such authority.

The names and addresses of such first members of the Board of Trustees are as follows:

Regna Page \$\\ 6512 NW 188th Lane Miami, Florida 33015

Barbara Sharp 7 1330 NW 166th Avenue Pembroke Pines, Florida 33028 Dr. E. George Simms (FIU University Park, GC 331 Miami, Florida 33199

Daniel Fequiere P.O. Box 681323 Miami, Florida 33168

Felicia Nealy-Blackman 8660 SW 212th Street Miami, Florida 33189

B. Corporate Officers: The Board of Trustees shall elect the following officers: President, Secretary, Treasurer and such other officers as the bylaws of this corporation may authorize the Trustees to elect from time to time. Initially such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate

officers:

President

Regna Page

Secretary

Barbara Sharp

Treasurer

Dr. E. George Simms

ARTICLE NINE - BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit Law of Florida, concerning corporation action that must be authorized or approved by the members of the corporation, by laws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Trustees or by following the procedures set forth therefor in the bylaws.

ARTICLE TEN - DEDICATION OF ASSETS

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

ARTICLE ELEVEN - DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational and charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax law.

ARTICLE TWELVE - AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of the members for their vote. Amendments may be adopted by the vote of 51% of a quorum of members of the corporation.

I the undersigned, being the incorporator of this corporation, and including all the persons herein named as the subscriber of this corporation, for the purpose of forming this nonprofit corporation under the laws the Florida have executed the Articles of of Incorporation on November 19, 2001.

STATE OF FLORIDA COUNTY OF MIAMI-DADE) The foregoing instrument was acknowledged before me this 19day of /outmber, 2001 by REGNA PAGE as the Incorporator of NEW HOPE FOR LIFE CENTER a Florida corporation, on behalf of the She is personally known to me or has produced Homos DRIVER'S LICENSE as_identification and did (did not) take an oath.

NOTARY PUBLIC (Signature)

MYCOMMISSION # CC955996 EXPIRES DUTARY PUBLIST DUTY 20, 2004 State of Florida, at Large BONDED THRU TROY FAIN INSURANCE INC My Commission Expires:

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, Florida Statutes the following is submitted:

FIRST that **NEW HOPE FOR LIFE CENTER** Coff. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 1130 NW 119th Street, Miami, Florida 33168 and has named REGNA PAGE located at 6512 NW 188th Lane, Miami, Florida 33015 as it agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated 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 19th day of November, 2001.

