

N 05000007512

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(City/State/Zip/Phone #)

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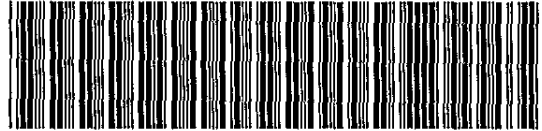
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JUL 22 AM 8:04

FILED

07/05/05--01013--024 **87.50

T. Burch JUL 25 2005

TRANSMITTAL LETTER

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

SUBJECT: Second Chance Foundation Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Darwin D McKenzie
Name (Printed or typed)

504-H Camino Real Ct
Address

Brandon, FL 33510
City, State & Zip

(813) 244-6969
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 6, 2005

DARWIN D. MCKENZIE
504-H CAMINO REAL CT
BRANDON, FL 33510

SUBJECT: SECOND CHANCE FOUNDATION INC.
Ref. Number: W05000032457

We have received your document for SECOND CHANCE FOUNDATION INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 405A00044848

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be 2nd Chance Foundation Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
504-H Camino Real Ct
Brandon, FL 33510

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The purpose for which the corporation is organized is to offer 1st and 2nd time offenders a transition into society, in an attempt to prevent them from becoming repeat offenders and cutting down on the states recidivism rate by providing:

1. Faith-based bible study sessions to help renew mind and spirit
2. A liaison between local companies that are willing to hire a person with a criminal background
3. Community service programs
4. Psychiatric and social counseling sessions
5. Basic computer skills for those not familiar with computers
6. Temporary housing for newly released inmates
7. Food(cafeteria)

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed will be by the members at each annual meeting. The number of directors shall be (5). Directors need not be members of the corporation. Each director shall hold office until the next annual meeting of members and until his or her successor shall have been elected and qualified.

ARTICLE V INITIAL DIRECTORS AND OFFICERS

Darwin D. McKenzie – President
504-H Camino Real Ct
Brandon, FL 33510

Eddie L. McKenzie – Vice President
7715 Winging Way
Tampa, FL 33615

Awilda McKenzie – Secretary
504-H Camino Real Ct.
Brandon, FL 33510

Tonya Grant – Treasurer
2812 Hampton Place Ct
Plant City, FL 33566

ARTICLE VI DUTIES OF OFFICERS

6.01 PRESIDENT. The president shall be the principal executive officer of the corporation and shall, in general, supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign, with the secretary or any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors or by these bylaws or by statute to some other officer or agent of the corporation; and in general he or she shall perform all duties as may be prescribed by the Board of Directors from time to time.

6.02 VICE-PRESIDENT. In the absence of the president or in the event of his inability or refusal to act, the vice president (or in the event there be more than one vice-president, the vice presidents in the order of their election) shall perform the duties of the president and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice-president shall perform such other duties as from time to time may be assigned to him by the president or by the Board of Directors.

6.03 SECRETARY. The Secretary shall attend all meetings of the Board of Directors and of members and shall record all votes and minutes of all proceedings in a book to be kept for that purpose. He or she shall give or cause to be given notice of all meetings of the members and of the Board of Directors. He or She shall keep in safe custody the seal of the corporation, and, when authorized by the Board, affix the same to any instrument requiring it, and when so affixed it shall be attested by his or her signature, or by the signature of the Treasurer or the Assistant Secretary. The Secretary may delegate any of his or her duties, powers and authorities to one or more Assistant Secretaries, unless such delegation is disapproved by the Board.

6.04 TREASURER. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the Article VII of these bylaws; and in general perform all duties as from time to time may be assigned to him or her by the president or by the Board of Directors. The Treasurer shall also render monthly

statements showing the financial condition of the corporation at its annual meeting. The audit shall be conducted by a committee appointed by the Board of Directors or by an accountant retained for that purpose.

6.05 ASSISTANT SECRETARIES AND TREASURERS. The assistant treasurers and assistant secretaries, in general, shall perform such duties as shall be assigned to them by the treasurer or the secretary or by the president or the Board of Directors.

ARTICLE VII SPECIAL CORPORATE ACTS

7.01 ORDERS FOR PAYMENT OF MONEY. All checks, drafts, notes, bonds, bills of exchange and orders for payment of money of the corporation shall be signed by such officer or officers or such other person or persons as the Board of Directors may from time to time designate.

7.02 CONTRACTS AND CONVEYANCES. The Board of Directors of the corporation may in any instance designate the officer and/or agent who shall have authority to execute any contract, conveyance, mortgage, or other instrument on behalf of the corporation, or may ratify or confirm and execution. When the execution of any instrument has been authorized without specification of the executing officers or agents, the President or any Vice-President, and the Secretary or Assistant Secretary or Treasurer or Assistant Treasurer, may execute the same in the name and on behalf of this corporation and may affix the corporate seal thereto.

7.03 DEPOSITS. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

7.04 GIFTS. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purpose or for any special purpose of the corporation.

ARTICLE VIII AMENDMENTS

These bylaws may be altered, amended or repealed, and new bylaws may be adopted by the vote of three or more of the directors at any regular or special meeting or by the vote of two-thirds of the members present at any regular or special meeting of the members, provided that the directors shall have no power to alter, amend or repeal or adopt new bylaws relating to the number, term of office, or powers of the directors.

ARTICLE IX INITIAL AGENT AND STREET ADDRESS

The name of the registered agent is:

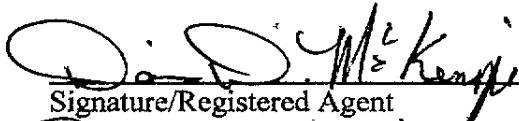
Darwin D. McKenzie
504-H Camino Real Ct
Brandon, FL 33510

ARTICLE X INCORPORATOR

The name and address of the Incorporator is:

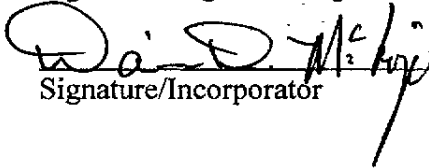
Darwin D. McKenzie
504-H Camino Real Ct.
Brandon, FL 33510

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

7-18-05
Date



Signature/Incorporator

7-18-05
Date