N96000003613

THE COMPANY CORPORATION

1313 N. Market Street • Wilmington Delaware 19801 1151 • Telephone (302) 575 0440 • Fax (302) 575 1346

June 10, 1996

500001866785
-06/19/96--01043--015
*****70.00 *****70.00

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Luster-All Pastoral Care and Culture Exchange Center Foundation, Inc.
P2380321LULFS

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of $70.00 for Luster-All Pastoral Care and Culture Exchange Center Foundation

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext.7003, with questions regarding the enclosed application.

Sincerely,

FILED
96 JUL -9 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dawn Showell
Corporate Service Representative

enc. KR 6-18
W-13126

TRIED TO CALL
PUT ON HOLD
& NO ONE EVER
PICKED UP AGAIN.

7.9.96
KR

THE COMPANY CORPORATION
1313 N. Market Street • Wilmington Delaware 19801 1151 • Telephone (302) 575 0440 • Fax (302) 575 1346

July 5, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Luster-All Pastoral Care and Culture Exchange Center Foundation
P2380321LULES

Dear Sir or Madam:

Enclosed please find Certificate of Incorporation with corrections as requested for Luster-All Pastoral Care and Culture Exchange Center Foundation A copy of your recent correspondence is enclosed for reference.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

FILED
96 JUL -9 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Kimberly Andras
Director Corporate Filings

enc.

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 20, 1996

DAWN SHOWELL
1313 N. MARKET STREET
WILMINGTON, DE 19801-1151

SUBJECT: LUSTER-ALL PASTORAL CARE AND CULTURE EXCHANGE CENTER FOUNDATION
Ref. Number: W96000013126

We have received your document for LUSTER-ALL PASTORAL CARE AND CULTURE EXCHANGE CENTER FOUNDATION and your check(s) totaling $70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return 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 (904) 487-6052.

Kimberly Rolfe
Document Specialist

Letter Number: 996A00030654

FILED

95 JUL -7 PM 2:25

[illegible] STATE
[illegible] FLORIDA

ARTICLES OF INCORPORATION
of
Luster-All Pastoral Care and Culture Exchange Center Foundation
A Non-Stock, Non-Profit Corporation Inc.

I. The name of the corporation is Luster-All Pastoral Care and Culture Exchange Center Foundation. Inc.

II. Its registered office in the State of Florida is located at 200 A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The registered agent in charge thereof is Larry Wolfe.

III. The address of the principal office of the corporation and mailing address is 21442 Bridle Path Drive, Petersburgh FL 32803.

IV. This is a non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which non-profit corporations may be organized under the laws of the state of Florida. The corporation will provide marriage and family discipline counseling; training for low to moderate income families; and help create jobs in the community through a "people helping people" approach.

Said corporation is organized exclusively for charitable, religious, education, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

V. The manner of election of directors shall be identified in the by-laws.

VI. The name and mailing address of the incorporator is:

Kimberly Andras c/o The Company Corporation, 201 N. Walnut St., Wilmington DE 19801

VII. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities no permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.

VIII. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization(s) operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such designated purposes.

IX. The corporation reserves the right to amend, alter, change, or repeal any provision contained in the 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.

Dated: June 10, 1996

Kimberly Andras

Kimberly Andras

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Luster-All Pastoral Care and Culture Exchange Center Foundation Inc. desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Petersburgh, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the 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 and complete performance of my duties.

Larry Wolfe

June 17, 1996
Date

FILED
95 JUL -9 PM 2:25

N96000003613

Florida Department Of State
Sandra B Mortham
Secretary Of State
Attn.: Amendment Section
Division of Corporations

21 April 1997

300002151413--5
-04/23/97--01029--005
*****52.50 *****52.50

To whom it may concern;

I am requesting my corporation "place of business located", be changed to Bartow, Fl and the articles of incorporation (Article IV) be change to reflect the purpose of business.

Thank you for your support.

Dr. Harvey Lester
President

Amend
4/23/97

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

LUSTER-ALL PASTORAL CARE and CULTURAL EXCHANGE CENTER FOUNDATION, INC.

Pursuant to the provision of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED)

ARTICLE IV: This is a non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which non-profit corporations may be organized under the laws of the state of Florida. The corporation will provide marriage and family discipline counseling; training for low to moderate income families; and develop manpower training programs to service and create job opportunities for low income citizens (at risk youth, teen, adults and seniors) in the hospitality, educational, tourism, citrus, phosphate, healthcare, and other service industries through a "people helping people" approach.

Said corporation is organized exclusively for charitable, religious, education, and scientific purposes, including for such purposes, the make of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

SECOND: The date of the adoption amendment(s) was: April 7, 1997

THIRD: Adoption of Amendment (CHECK ONE)

☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

LUSTER-ALL PASTORAL CARE and CULTURAL EXCHANGE CENTER FOUNDATION, INC.
Corporation Name

Dr. Harvey J. Lester
Signature of Chairman, Vice Chairman, President or other officer

Harvey J. Lester, Ph.D.
Typed or printed name

President and CEO
Title

April 17, 1997
Date

N96000003613

June 5, 1997

Carol Mustain
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Dear Ms Mustain

Re: Document Number N96000003613

Per Conversation on June 4, 1997 about Lester-All Pastoral Care and Culture Exchange Center Foundation Inc, Address. I am requesting Articles III the principal office of the Corporation Address be change to 5726 DEER TRACKS TRAIL, LAKELAND, FL 33811 and the Principal Place of business be change to the business location in City of Bartow, State of Florida.

I want you to know how much I appreciate your support an getting my articles of incorporation corrected.

Thank you
very much,
Dr Harvey Hester

$17.50

Cert Copy

N96000003613

Requestor's Name

1030 West Olive Street

Address

Lakeland, FL 33815 (941) 682-0659

City/State/Zip Phone #

FILED
97 OCT 15 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1 (old) Luster-All Pastoral Care and Cultural Exchange Center Foundation, Inc. # N96000003613
(Corporation Name) (Document #)

2 (new) Luster-All Pastoral Care and Cultural Center, Inc.
(Corporation Name) (Document #)

3 (Corporation Name) (Document #)

4 (Corporation Name) (Document #)

[x] Walk in [ ] Pick up time ____________ [x] Certified Copy

[ ] Mail out [x] Will wait [ ] Photocopy [x] Certificate of Status

300002322958--2
-10/24/97--01117--005
*****96.25 *****96.25

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
X	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

FILED
97 OCT 15 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATEMENT OF RESTATEMENT

to

ARTICLES OF INCORPORATION

of

Luster-All Pastoral Care and Cultural Exchange Center Foundation, Inc.

Pursuant to the provisions of section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following restated *to its articles of incorporation.*

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

AMENDED AND RESTATED ARTICLES OF INCORPORATION

SECOND: The date of adoption of the amendment(s) was: Oct. 10, 1997

THIRD: Adoption of Amendment *(CHECK ONE)*

- [x] The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

- [ ] There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Luster-All Pastoral Care and Cultural Center, Inc.
Corporation Name

Signature of Chairman, Vice Chairman, President or other officer

Harvey J. Lester
Typed or printed name

President
Title Date

Restated Articles to the

ARTICLES OF INCORPORATION
OF
Luster-All Pastoral Care and Cultural Center, Inc.
(A Corporation Not For Profit)

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of a corporation, not for profit, adopt the following Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statues of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be Luster-All Pastoral Care and Cultural Center, Inc

ARTICLE II

DURATION

The term of the Corporation shall be perpetual.

ARTICLE III

REGISTERED OFFICE AND AGENT

The address of the Corporation's registered office is 5726 Deer Track Trail, Lakeland, Florida 33811. The registered agent of the Corporation i Harvey J. Lester, whose address is the same as the registered office. The mailing address is the same as the registered office and the registered agent. The Board Of Directors may, from time to time, move the principal office to any other address in Florida, and may establish branch offices in such other places within or without the state of Florida as it may designate.

ARTICLE IV

PURPOSES

The purpose for which the corporation is organized is exclusively for religious, educational, charitable and scientific, that are described in Section 509 (a) (1), (2) or '3) or the Internal Revenue Code of 1986, including but not limited to the organization, maintenance and supervision of its office.

(1). To research the conditions which inhibit community cohesiveness, economic development, stable employment within blighted communities.

(2). To collaborate with government in studying and solving problems confronting communities.

(3). To develop self-esteem, self-worth, and self -respect.

(4). To revitalize communities for independence and self-sufficiency.

(5). To promote self independence through employment.

(6). To provide training and educational opportunities for participants who are moving from **Welfare** to **Workfare.**

(7). To provide job referrals through collaborative partnerships with government agencies.

(8). To serve as a clearing house for job opportunities

(9). To teach life and work ethic skills.

(10). To provide educational and vocational assessment.

(11). To develop and provide consumer education workshops.

(12). To assist participants in securing needed social services.

(13). To enhance family cohesiveness through family counseling.

In furtherance, but not in limitation of the forgoing purposes, the corporation shall have the power and authority;

(1). To receive assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the by-laws.

)2). To establish and office and employ such assistance and clerical force as may be necessary and proper in the judgment of the Board of Directors, and pay reasonable compensation for the services of such persons.

(3). To distribute, in the manner, form and method, and by the means determined by the Board of Directors of the Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in the furtherance of these objects and purposes are and shall continue to be impressed with a trust for such purposes.

(4). To purchase, acquire, own, hold, guarantee, sell, design, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of indebted or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers and privileges of ownership.

(5). To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits for the laws of the State of Florida applicable to corporations of the character, including but not limited to the powers described in Section 617.0302 of the Florida Statutes.

All of the above and foregoing are to be construed both as objects and powers, and it is expressly provide that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.

Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited to their application to accomplish the purpose for which this Corporation is formed.

ARTICLE V

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors which shall be composed of not less than (3) three and no more than (9) nine. Director shall be elected as stated in the Bylaws.

ARTICLE VI

DISSOLUTION

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for ,n the by-laws and shall include that:

(1). No part of the net earnings of the Corporation shall inure to the benefit of , or be distributable to its members, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above.

(2). Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows:

(a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made;

(b). Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and

(c). All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more religious, charitable, education or scientific organizations (i) which are described in Section 509 (a) (1) , (2), or (3), and (ii) to which deductible contributions can be made under Section 170 (c) (2), 2522 (a) (2), as the Board of Directors shall select.

ARTICLE VII

INDEMNIFICATION

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director may be a party or may become involved by reason of being or having been a director or officer at the such expense incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled by law. Appropriate liability insurance shall be provided for every officer, director and agent of the Corporation in amounts determined from time to time by the board.

ARTICLE VIII

FISCAL YEAR

The fiscal year of the Corporation shall begin January 1st and end December 31th of each calendar year.

ARTICLE IX

TERRITORY

The territory in which the operation the Corporation is principally to be conducted is Polk County, Florida.

ARTICLE X

OFFICERS

The names of the officers are as follows:

PRESIDENT:

Harvey J. Lester
5726 Deer Track Trail
LAKELAND, FLORIDA 33805

SECRETARY

Loretta Patricia Lee
1034 Parker Road
Lakeland, Florida 33811

Treasurer

Don Kurns
2119 Cabernet Court
Eagle Lake, Florida 33839

ARTICLE X1

AMENDMENTS

The By-laws may be made, altered or rescinded by a majority vote of the directors at any meeting at which time a quorum is present. The Articles of Incorporation may be made altered or rescinded by a two-thirds vote of the Directors at any meeting at which time a quorum is present.

IN WITNESS WHEREOF, we, the undersigned do acknowledge these restated Articles of Incorporation and accordingly have hereunto set hands this 13th day of October, A.D. 1997.

Harvey J. Lester

Loretta Patricia Lee

Don Kurns

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared:

Harvey J. Lester
Loretta Patricia Lee
Don Kurns

to me well known to the persons described in the foregoing Articles of Incorporation and acknowledge before me that they subscribed to same.

Linda Jordan / Linda Jordan
NOTARY PUBLIC

NOTARY PUBLIC STATE OF FLORIDA
LINDA JORDAN
My Comm Exp. 1/09/98
Bonded By Service Ins
No. CC340822
Personally Known Other I.D.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned 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: Luster-All Pastoral Care and Cultural Center, Inc.

2. The name and address of the registered agent and office is:

Harvey J. Lester
(Name)

5726 Deer Track Trail
(P.O. Box <u>NOT</u> acceptable)

Lakeland, FL 33811
(City/State/Zip)

FILED
97 OCT 15 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 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 [signature]

DATE 10/13/97

REGISTERED AGENT FILING FEE: $35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E013(6/92)