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## TRANSMITTAL LETTER

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

700003082787--0  
-12/29/99--01042--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: CHRIST CARE Ministries, Inc.; Refugee and  
(Proposed corporate name - must include suffix)  
Immigration Services

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:

KEDNER MAXIM P  
Name (Printed or typed)

120 N.W. 43th ST  
Address

Fort. Lauderdale FL 33309  
City, State & Zip

(954) 566-8178  
Daytime Telephone number

FILED  
1999 DEC 29 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

FILED

1999 DEC 29 PM 2:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION  
OF  
CHRIST CARE MINISTRIES, INC.,  
REFUGEE & IMMIGRATION SERVICES

THE UNDERSIGNED, as incorporator and on behalf of a not-for profit, non-stock corporation under the laws of the State of Florida, hereby adopts the following articles of Incorporation:

ARTICLE I  
NAME

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Section 1.1. The name of the corporation is: Christ Care Ministries, Inc., Refugee & Immigration Services.

ARTICLE II  
DURATION

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Section 2.1. The corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE III  
NON-STOCK CORPORATION

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Section 3.1. The corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue of certificate of Membership.

ARTICLE IV  
PURPOSE AND MISSION

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Section 4.1. The purpose for which the Corporation is organized is to provide service to those most in need and all lawful business for which the Corporation may be incorporated under the Florida Not for Profit Corporation Act and to distribute the whole

or any part of the income therefrom and the principle thereof exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto, as they now exist or they may hereafter be amended.

Section 4.2. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction, or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which a Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purpose of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exist or as they may be hereinafter amended from time to time.

Section 4.3. No part of the net earning of the Corporation shall inured to the benefit of, or be distributable to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes); and no Director or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of the corporation assets on dissolution of the Corporation.

Section 4.4. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 4.5. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4.6. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4.7. The Corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax Laws.

Section 4.8. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4.9. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4.10. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

Section 4.11. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of directors shall determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the county where the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE MEMBERS

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Section 5.1. This Corporation shall have a membership consisting of the Board of Directors of the Corporation serving from time to time.

#### ARTICLE VI DIRECTORS

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Section 6.1. The affairs of the corporation shall be governed by a Board of Directors (hereinafter referred to as the "Board"), subject to the restriction that, except as specifically set forth to the contrary in the Bylaws, the exercise of any powers or actions of the Board shall require the approval thereof by a majority vote of the Board present at a meeting at which a quorum of no less than two (2) Directors are present. The affirmative vote of any two (2) Directors shall be necessary for all corporate action requiring a vote of the Board, including, but not limited to the following:

6.1.1. Approval of charitable gifts, transfers, distributions and grants by the Corporation to others entities.

6.1.2 Adoption of an amendment to the Articles of Incorporation or the Bylaws.

6.1.3. Organization of a subsidiary or affiliate by the corporation.

6.1.4 Approval of any merger, consolidation or sale or other transfer of all or a substantial part of the assets of the corporation.

Section 6.2. The initial Board of Directors shall consist of the following members elected in accordance with this Section and the Bylaws:

<u>Name</u>	<u>Address</u>
Kedner Maxime	120 N.W. 43th Ave Fort- Lauderdale, FL 33309 Tel: (954) 566-8178
Carine M. Pean Berrett	640 Ave. Carolina Fort- Lauderdale, FL 33312 Tel: (954) 797-5036
Jean D. Octeus	420 N.W. 43Ct. Apt.2 Oakland Park, FL 33309 Tel: (954) 630-3340

#### ARTICLE VII ADDRESS

Section 7.1. The street address of the principal office of this corporation in the State of Florida

3809 N. ANDREWS AVE.  
FORT-LAUDERDALE, FL.33309  
Tel: (954) 567-3212

#### ARTICLE VIII

REGISTERED AGENT AAND REGISTERED OFFICE

Section 8.1. The registered agent and registered office of the Corporation shall be:

Name	ADDRESS
KEDNER MAXIME	3809 N.Andrews Ave. Fort Lauderdale Fl. 33309 Tel:(954) 567-3212

ARTICLE IX  
AMENDMENT

IN WITNESS WHEREOF, the undersigned incorporator has executed these ARTICLES of Incorporation this 21th day of December, 1999.

INCORPORATOR:

  
\_\_\_\_\_  
KEDNER MAXIME

FILED

1999 DEC 29 PM 2:09

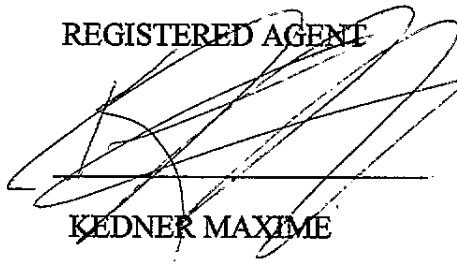
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Section 48.091 and Section 607.05501(3), Florida Statutes, the following is submitted in compliance with said Sections:

CHRIST CARE MINISTRIES, INC./ REFUGEE AND IMMIGRATION SERVICES desiring to organize under the laws of State of Florida with its principal office as indicated in the certificate of Incorporation, at the City of Fort- Lauderdale, County of Broward, State of Florida, has named Kedner Maxime, located at 3809 N. Andrews Ave Broward, State of Florida, as its agent to accept service of process within this State.

REGISTERED AGENT

A large, stylized handwritten signature in black ink, appearing to read 'Kedner Maxime', is written over a horizontal line.

KEDNER MAXIME

Date: December 21, 1999