

N00000001844

TRANSMITTAL LETTER

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 22 PM 12:39

FILED

SUBJECT: The Repairers of the Breach Ministries, Inc.
(Proposed corporate name - must include suffix)

300003157653--8
-03/03/00--01134--002
*****70.00 *****70.00

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: Yvonne L. Baker
Name (Printed or typed)

7481 Sunset Strip
Address

Sunrise, Florida 33313
City, State & Zip

(954) 747-1352
Daytime Telephone number

W-6464

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 10, 2000

YVONNE L. BAKER
7481 SUNSET STRIP
SUNRISE, FL 33313

SUBJECT: THE REPAIRERS OF THE BREACH MINISTRIES, INC.
Ref. Number: W00000006464

We have received your document for THE REPAIRERS OF THE BREACH MINISTRIES, INC. 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 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.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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: 900A00013380

ARTICLES OF INCORPORATION

THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC., a corporation not- for- profit operating under the laws of the State of Florida.

ARTICLE I NAME

The name of this corporation shall be **THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC**

ARTICLE II PRINCIPAL OFFICE

The principal office of the Corporation shall be located at
7481 Sunset Strip, Sunrise, Florida, 33313

ARTICLE III PURPOSE

The general purpose of this corporation is exclusively to engage in charitable, eleemosynary, and philanthropic endeavors of all kinds including the furtherance of good works and objectives and endeavors, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or amendments, and to receive monies, profits and equipment and to use the property of the corporation for charitable purposes according to the by-laws and policies of the corporation, and to further other charitable works, and to that end may adopt and establish by-laws, and make all rules and regulations deemed necessary and expedient for the management of its affairs, in accordance with law and not inconsistent with these Articles of Incorporation; and to do all things necessary and incidental to the purposes of this Corporation and otherwise permitted by law and to:

- 1.0 To provide exemplary spiritual, emotional, educational, and cultural support and services to the community and expand opportunities for children under the age of eighteen (18).
- 2.0 To foster spiritual awareness of the uniqueness of our spirituality and a clearer understanding of human relationships
- 3.0 To stimulate emotional well being amongst fellow human beings
- 4.0 To encourage educational development and advancement to achieve the God-given potential in each individual
- 5.0 To implement different cultural activities to bring enjoyment and enlightenment to all
- 6.0 To encourage and assist to identify create and develop sources of funding available for **THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC** sponsored programs to assist children, families, and the elderly

00 MAR 22 PM 12:40
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TALLAHASSEE, FLORIDA

FILED

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

Membership

Membership is open to all persons who have an interest in the charitable objectives of the Corporation. Membership applications shall be provided by the Executive Committee.

Officers and Duties

- 1) **PRESIDENT**, Chair of the Executive Board and Board of Directors is authorized to
 - ◆ Preside at all Executive Board and Corporate meetings in accordance with the law, Articles of Incorporation, and the By-laws of **THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC**
 - ◆ Sign contracts, letters and documents on behalf of **THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC** with the approval of the Board, or may designate other officers or Board members to do so as specific need arises.
 - ◆ Approve expenditures up to \$5,000.

- 2) **VICE PRESIDENT**, is authorized to:
 - ◆ Act in temporary absence on behalf of the President
 - ◆ Assume the position of the President upon death, disability or resignation of the President, and shall serve in this capacity until the next annual meeting.

- 3) **SECRETARY**, is authorized to:
 - ◆ Keep the minutes of the Corporation, and any and all special meetings
 - ◆ Keep a list of attendance
 - ◆ Advise the Board of any vacancies, for reasons of inability by a member to continue serving, or for reasons of non-attendance at any three meetings during the fiscal year.

- 4) **TREASURER**, is authorized to
 - ◆ Keep a record of all monies received, all checks issued and all other monies (such as petty cash) dispensed.
 - ◆ Prepare written financial reports for the Corporate Officers, Executive Board and Board of Directors.

Board of Directors

Power and Responsibility of the Board of Directors. The Board of Directors will make decisions on any business that comes forth and has the authority to establish sub-committees based upon the program needs of **THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC.**

The Board shall adopt a budget for the Corporation prior to the start of the Fiscal Year. 1) It is fundamentally a policy-making body, as distinguished from that portion of the program charged with implementing and executing policy. The Board shall observe, question and evaluate the operational functions of the program.

In its policy-making role the Board is responsible for:

Developing all Policies which govern the activities of THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC

- ◆ Altering rescinding the By-laws of the Future Foundation.
- ◆ Amending the Articles of Incorporation of the Future Foundation.
- ◆ Maintaining Fiduciary Integrity
- ◆ Fundraising and Fund Development
- ◆ Establishing the goals and developing ways to meet the purpose of the corporation.
- ◆ Establishing major fiscal and program policies.
- ◆ Conducting evaluations of the programs.

The Board of Directors shall consist of

- 1) President
- 2) Vice President
- 3) Secretary
- 4) Treasurer
- 5) Members of Board of Directors

Number. The Board of Directors for THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC. shall be no less than five(5) and no more than twenty-one (21).

Election. The Board of Directors shall be elected by a majority of the members at the May Annual Meeting.

Term of Office. The Board of Directors shall be appointed for a two year term and serve as long as they choose to, subject of course to their re-appointment.

Vacancies. Any vacancy which occurs on the Board of Directors for any reason shall be filled in the same manner as stated in the By-laws.

Removal. Any Board member may be removed from office by the affirmative vote of two-thirds (2/3) of all Board members in attendance at any regular meeting or special meeting called for that purpose. Any member proposed to be removed shall be entitled to at least five (5) days written notice by mail of the meeting in which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting. Any member of the Board of Directors absent from three (3) or more Board meetings during a fiscal year shall be reevaluated by the Board.

Compensation. No Board member or Officer shall receive any compensation. Out-of-pocket expenses not specifically budgeted or authorized by the Executive Board prior to the expense

occurring, may be paid by submittal of a proper voucher or invoice to the Treasurer for authorization of payment.

Investments. THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC. shall have the right to retain all or any part of any funds or properties acquired by it to invest and reinvest any funds held by it, according to the judgement of the Board of Directors or Executive Board, provided, however, that no action shall be taken by or on behalf of THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC. if such action would result in the denial of the tax exemption under the Internal Revenue Code and its regulations as they now exist, or as they may hereafter be amended.

Amendments These by-laws may be altered, amended or repealed and new by-laws may be-adopted by a majority of the Board of Directors, provided that at least five (5) days written notice is given of the intention to alter, amend or repeal or to adopt new by-laws at such meeting.

Exempt Activities Notwithstanding any other provision on these by-laws, no member of the Board of Directors, officer, or representative of the Future Foundation shall take any action or carry on any activity by on behalf of the Future Foundation not permitted to be taken or carried on by an organization exempt under Section 501 (c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may be hereafter be amended.

Quorum at Meetings. The Board of Directors may conduct regular and special meetings provided a quorum of at least one-half of the Board members are present. As soon as a quorum has been reached, all matters under discussion may be voted upon.

Voting. There shall be no voting proxy at any Board of Directors meeting including the annual meeting.

Finances Fiscal Year. THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC. budget shall be adopted for the fiscal year, starting July 1st and ending June 30th.

Budget Adoption. THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC. budget shall be adopted by a majority of the Board of Directors. If the Fiscal Year Budget cannot be adopted by the Board of Directors due to lack of the majority vote, than it shall be adopted by the majority of the Executive Board.

Checks. All checks issued must be co-signed by two of the three members of the Executive Board with signing authority.

THE EXECUTIVE BOARD

The Executive Board shall consist of the officers of THE REPAIRERS OF THE BREACH COMMUNITY DEVELOPMENT, INC.

Power and Responsibility of the Executive Board. The Executive Board is autonomous, limited only by its legal responsibilities under the Articles of Incorporation, the By-laws, and contractual obligations to funding sources to accomplish the objectives of the programs.

Meetings. The Executive Board shall meet when it is impractical for the full Board of Directors to meet and when matters demand immediate Board action.

Quorum at Meetings. The Executive Board may conduct regular and special meetings provided a majority of the members are present.

Voting. There shall be no voting proxy at Executive Board meeting.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

Henrietta Bowen, Secretary
19563 N.W. 55 Circle Place, Miami, Florida 33055

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/ Registered Agent

3/17/00

Date

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are

Yvonne L. Baker
7481 Sunset Strip, Sunrise Florida, 33313



Signature/Incorporator

3/17/00

Date