



No 1000005097

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

Hosea Butler, Jr.
Secretary

Verbert C. Anderson
Treasurer

Members

Reginald Clyne, Esq.

John A. Hall

Congresswoman Carrie P. Meek

Garth C. Reeves

Dorothea Stewart

Elaine H. Black
Executive Director

July 11, 2001

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-07/19/01--01003--007

*****78.75 *****78.75

Subject: Articles of Incorporation to be filed.

Dear Mrs. Brown:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of business, and a money order for filing fees for the following:

No	Company Name	CK/MO #	Amount
1.	Kriss Kross bakery & Restaurant, Inc.	878	\$78.75
2.	A Place of Refuge Teen Ministry, Inc.	06-386941855	\$78.75
6.	TOTAL		\$157.50

Please file both the Articles and Certificate of Designation for the corporation. Thank you kindly.

Sincerely

Crystal M. Connor, Esq.
Legal Department

Encls.

TOOLS FOR CHANGE

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

6015 N.W. 7th Avenue • Miami, FL 33127 • (305) 751-8934 • Fax (305) 751-1619
E-mail: tfc@tfc.org • Web Site: <http://www.tfc.org>

D. BROWN JUL 19 2001

ARTICLES OF INCORPORATION
OF
A PLACE OF REFUGE TEEN MINISTRY, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: A PLACE OF REFUGE TEEN MINISTRY, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the corporation is 1541 N. W. 133rd Street, Miami, FL 33167.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 1541 N. W. 133rd Street, Miami, Florida 33167 ; and Calinda Wright is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The initial Board of Directors shall consist of the following:

Kandy McBayne
19441 N. W. 53rd Court
Miami, Florida 33055

Calinda Wright
1541 N. W. 133rd Street
Miami, Florida 33167

Trevor McBayne
21210 N. W. 29th Avenue
Miami, Florida 33056

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

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

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

Calinda Wright
1541 N. W. 133rd Street
Miami, Florida 33167

IN WITNESS WHEREOF, I, Calinda Wright, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on July 3rd, 2001.

Calinda Wright
Calinda Wright

STATE OF FLORIDA)

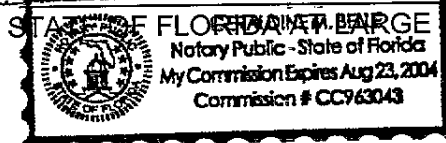
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this 3rd day of July, 2001, by Calinda Wright, who personally appeared before me at the time of notarization, and who is personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN:

PRINT:



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

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following
is submitted in compliance with said Acts:

First--That A PLACE OF REFUGE TEEN MINISTRY, INC., desiring to organize under the
laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City
of Miami Beach; County of Miami-Dade, State of Florida, has named Calinda Wright , at 1541
N. W. 133rd Street, Miami, Florida 33167, in the City of Miami, County of Miami-Dade, State of
Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provisions of said Act relative to keeping open said office.

BY:


Calinda Wright

DATED:

