

# NO1392

(Requestor's Name)

(Address)



To Recipient's Name

Herman K. Williams Phone 305 685-4881

200011134042

Company

Family Christian Assoc. of AME

Address

14701 NW 7th Ave

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City

Miami

Dept./Room/Box/Room

02/05/03--01050--004 \*\*35.00

State

Miami

State

FL ZIP 33168

02/05/03--01050--005 \*\*8.75

(Business Entity Name)

(Document Number)

02/25/03--01003--023 \*\*35.00

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

February 12, 2003

HERMON K. WILLIAMS  
THE FAMILY CHRISTIAN ASSOCIATION OF AMER  
14701 NW 7TH AVENUE  
MIAMI, FL 33168

SUBJECT: THE FAMILY CHRISTIAN ASSOCIATION OF AMERICA, INC  
Ref. Number: N01392

We have received your document for THE FAMILY CHRISTIAN ASSOCIATION OF AMERICA, INC and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The merger must contain the appropriate approval: If the members have voting rights, as to each corporation:

- (1) the date of the meeting of members at which the plan of merger was adopted
- (2) a statement that the number of votes cast for the merger was sufficient for approval, and
- (3) the vote on the plan - or a statement that such plan was adopted by written consent and executed in accordance with section 617.0701, Florida Statutes.

When there are no members entitled to vote, as to each corporation:

- (1) a statement that there are no members or members entitled to vote,
- (2) the date of adoption of the plan by the board of directors, and
- (3) the number of directors then in office and the vote for the plan.

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 (850) 245-6869.

Teresa Brown  
Document Specialist

Letter Number: 603A00009405

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

INNER CITY YOUTH CENTER, INC., a Florida entity, N49878

INTO

**THE FAMILY CHRISTIAN ASSOCIATION OF AMERICA, INC**, a Florida entity,  
N01392

File date: February 24, 2003

Corporate Specialist: Teresa Brown

**ARTICLES OF MERGER**  
(Not for Profit Corporations)

**FILED**  
03 FEB 24 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act pursuant to section 617.1105, Florida Statutes.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>The Family Christian Association of America, Inc</u>	<u>State of Florida</u>

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Inner City Youth Center, Inc.</u>	<u>State of Florida</u>
_____	_____
_____	_____
_____	_____
_____	_____

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

**OR** 02 / 01 / 2003 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future).

*(Attach additional sheets if necessary)*

**Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION**  
(COMPLETE ONLY ONE SECTION)

**SECTION I**

The plan of merger was adopted by the members of the surviving corporation on January 25, 2003.  
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:  
15 FOR 0 AGAINST

**SECTION II**

(CHECK IF APPLICABLE) \_\_\_\_\_ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

**SECTION III**

There are no members or members entitled to vote on the plan of merger.  
The plan of merger was adopted by the board of directors on \_\_\_\_\_ The number of directors in office was \_\_\_\_\_. The vote for the plan was as follows: \_\_\_\_\_ FOR \_\_\_\_\_ AGAINST

**Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(S)**  
(COMPLETE ONLY ONE SECTION)

**SECTION I**

The plan of merger was adopted by the members of the merging corporation(s) on January 24, 2003. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 12 FOR 0 AGAINST

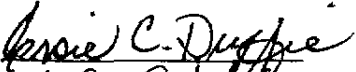
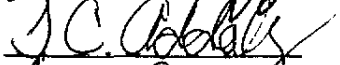

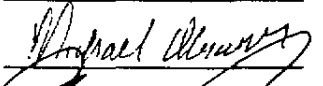
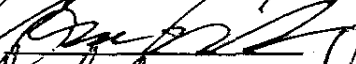
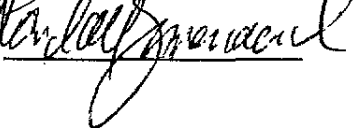
**SECTION II**

(CHECK IF APPLICABLE) \_\_\_\_\_ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

**SECTION III**

There are no members or members entitled to vote on the plan of merger.  
The plan of merger was adopted by the board of directors on \_\_\_\_\_ The number of directors in office was \_\_\_\_\_. The vote for the plan was as follows: \_\_\_\_\_ FOR \_\_\_\_\_ AGAINST

**Seventh: SIGNATURES FOR EACH CORPORATION**

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
The Family Christian Assoc.		Essie C. Duffie, Chairman
of America, Inc.		T.G. Adderly, Vice Chairman
		Rebecca Jones, Secretary
Inner City Youth Center,		Michael Abrams, Director
Inc.		Steven M. Sammuels, Director
		Randy Zomermaand, Director

**PLAN OF MERGER**

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>
<i>The</i> <u>Family Christian Association of America, Inc.</u>	<u>State of Florida</u>

The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Inner City Youth Center, Inc.</u>	<u>State of Florida</u>

The terms and conditions of the merger are as follows:

**Inner City Youth Center, Inc. (ICYC)**

- Donate all assets to the Family Christian Association of America, Inc., (FCAA), cash and equipment.
- ICYC does not request any positions or seats on FCAA's Board of Directors.
- ICYC will assign all contracts and leases under its control to FCAA's Board of Directors.

**Family Christian Association of America, Inc. (FCAA)**

- FCAA will assume all debts and liabilities of Inner City Youth Center, Inc.
- FCAA will continue ICYC's Program Goals and in its target community.
- FCAA will accept the assignment of all contracts and leases under ICYC's Board and Director's control.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

Other provisions relating to the merger are as follows: