

NO2000000388

Tools for Change
Black Economic Development Coalition, Inc.
6015 N.W. 7th Avenue
Miami, FL 33127
305/751-8934

May 9, 2002

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

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-05/15/02--01005--013
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find the Amended and Restated Articles of Incorporation and a check or money order for filing fees for the following:

NO.	Company name	CK/MO#	Amount
1.	LEGGS & LIGHTBOURN OUTREACH SERVICES, INCORPORATED	06-868872596	\$35.00
2.			
3.			
4.			
<u>TOTAL</u>			<u>\$35.00</u>

Please file the amendment(s) and return a copy of the amendment(s) to the following address:

Nicole S. Dandridge, Esq.
Tools for Change
Black Economic Development Coalition, Inc.
6015 NW 7th Ave.
Miami, FL 33127

Please feel free to contact me with any further questions.

Sincerely,


Nicole S. Dandridge
Legal Department

FILED
02 MAY 13 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/15/02
A+ Restated
SP

S:\Legal\Articles of Incorporation Request.wpd

Nicole gave
OK to add
no members

FILED

02 MAY 13 AM 9:52

AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
LEGG & LIGHTBOURN OUTREACH SERVICES, INCORPORATED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617.1007 et seq. of the Florida Statutes, the undersigned corporation hereby adopts the following Amended and Restated Articles of Incorporation in its entirety and will read as follows:

ARTICLE I: NAME

The name of the Corporation shall be: **LEGG & LIGHTBOURN OUTREACH SERVICES, INCORPORATED** 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 **17304 Walker Ave., Suite 124, Miami, FL 33157.**

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 educational, religious and charitable 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 non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at **17304 Walker Ave., Suite 124, Miami, FL 33157**; and **YVETTE LIGHTBOURN-STEWART** 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 Board of Directors shall consist of the following:

YVETTE LIGHTBOURN-STEWART

14220 Harpers Ferry Street
Davie, FL

SONIA LEGGS-STEWART

25833 S.W. 123 Place
Miami, FL 33032

NACOE SCOTT

1493 Beach Grove Drive
Hampton, GA

BETTY THOMAS

586 N.W. 109 Street
Miami, FL 33168

SAMMIE STEWART, JR.

25833 S.W. 123 Place
Miami, FL 33157

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:

YVETTE LIGHTBOURN-STEWART
14220 HARPERS FERRY STREET
DAVIE, FL 33325

IN WITNESS WHEREOF, I, **YVETTE LIGHTBOURN-STEWART**, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on

May 08, 2002.


YVETTE LIGHTBOURN-STEWART

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this 8th day of May, 2002, by **YVETTE LIGHTBOURN-STEWART**, 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.

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

First—That **LEGG & LIGHTBOURN OUTREACH SERVICES, INCORPORATED**, 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; County of Miami-Dade, State of Florida, has named **YVETTE LIGHTBOURN-STEWART**, at **17304 Walker Ave., Suite 124**, 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.

SIGNED: _____

YVETTE LIGHTBOURN-STEWART

DATED: _____

May 8th, 2002

The foregoing Amended and Restated Articles of Incorporation restate and integrate (other than the omission of matters of historical interest and renumbering of Articles due to such omission) the Corporation's Articles of Incorporation filed January 18, 2002, and, in addition, amend Article I thru Article XI of the Corporation's Articles of Incorporation. There is no discrepancy between the Corporation's Articles of Incorporation as therefore amended and the provisions of these Amended and Restated Articles of Incorporation other than the inclusion of the aforesaid amendments adopted by the directors of the Corporation on May 08, 2002. The Restated Articles of Incorporation were adopted by the board of directors. There are no members.

IN WITNESS WHEREOF, I, YVETTE LIGHTBOURN-STEWART, President of LEGGS & LIGHTBOURN OUTREACH SERVICES, INCORPORATED, have signed these Articles of Amendment on this 8th day of May, 2002, and acknowledge the same to be my act.


YVETTE LIGHTBOURN-STEWART

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was sworn to before me this 8th day of May, 2002 by YVETTE LIGHTBOURN-STEWART, as President of LEGGS & LIGHTBOURN OUTREACH SERVICES, INCORPORATED, a Florida corporation. She personally appeared before me at the time of the notarization, and is personally known to me or has produced a Florida Driver's License as identification.

NOTARY PUBLIC:

Sign: 

Print:

