

N02000005692

TRANSMITTAL LETTER

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

SUBJECT: **Changing Lives...Changing The World, Inc.**  
(Proposed Corporate Name - Must Include Suffix)

800005762618--8  
-06/12/02--01021--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and (1) copy of the articles of incorporation and a check / money order 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: Cheryl L. Clayton  
c/o Changing Lives...Changing The World, Inc.  
1335 Northwest 130<sup>th</sup> Street  
North Miami, Florida 33167

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2002 JUL 26 PM 4:14  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

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2002 JUL 26 PM 4:14

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

June 24, 2002

CHERYL L. CLAYTON  
1335 NW 130TH ST.  
N. MIAMI, FL 33167

SUBJECT: CHANGING LIVES...CHANGING THE WORLD, INC.  
Ref. Number: W02000018249

We have received your document for CHANGING LIVES...CHANGING THE WORLD, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6995.

Wanda Cunningham  
Document Specialist  
New Filing Section

Letter Number: 302A00040429

# Certificate of Incorporation

We, the undersigns, are desirous of forming a corporation under the laws of the State of Florida, such laws that are applicable to corporations not for profit, and respectfully petition the Secretary of State of approval of such incorporation under the following proposed Certificate of Incorporation.

## ARTICLE I

### Name of Corporation

- 1.1 The name of the Corporation shall be Changing Lives...Changing The World, Inc. (hereinafter "Corporation").
- 1.2 The organization shall have a seal which shall be in the following form:  
Changing Lives...Changing The World, Inc.  
Incorporated 2002  
Corporation  
Not For Profit  
Florida
- 1.3 The organization may at its pleasure by a vote of the membership body change its name.

## ARTICLE II

### Offices

- 2.1 The principal office of this Corporation is 1335 Northwest 130<sup>th</sup> Street, North Miami, Florida 33167. The mailing address is P. O. Box 530733, Miami Shores, Florida 33153.
- 2.2 The corporation may also have offices at such places within or without the State of Florida as the Board of Directors may from time to time establish.

## ARTICLE III

### Purposes

The purpose of the Corporation: To empower others to reach out, encounter, and impact the unreachable for Christ by:

- 3.1 Evangelistic Outreaches
- 3.2 House-to-House Bible Studies
- 3.3 Rolling Word (Mobile Street Outreach)
- 3.4 Connecting Churches With Community Resources

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- 3.5 Speakers Bureau – Training Speakers To Share Their Testimonies, Improve Speaking Skills, and Provide Speakers
- 3.6 Seminars and Workshops
- 3.7 New Steps For Better Living
  - a. HIV/AIDS Education (teens and adults)
  - b. Referral Resources (case management, housing, medical, etc.)
  - c. Spiritual uplift (cards, letters, gifts, telephone calls, Bible study, support)
  - d. Support / Mentor assignment (declaration of confidentiality must be signed)
  - e. Youth Entrepreneur Training
  - f. Teaching adults to fund the missions through Economic Partnerships

## **ARTICLE IV**

### **Officers / Board of Directors and Their Election**

#### **4.1 Officers**

1. The officers of the Corporation shall consist of a President, a Vice-President, a Secretary, and a Treasurer.
2. Officers shall be elected by ballot annually on the first non-legal holiday, Monday of the anniversary month of the incorporation of the Corporation. However, if there is but one nominee for any office, it shall be in order to move that the Secretary cast the elective ballot of the Corporation for the nominee.
3. Officers shall assume their official duties following the close of the Annual Meeting and shall serve for a term of one year and until election and qualification of their successors.
4. A person shall not be eligible to serve more than two consecutive terms in the same office unless approved in advance by the Board of Directors.

#### **4.2 Election of Officers**

1. There shall be a nominating committee composed of three members, one of whom shall be selected by the Board of Directors from its body, and two of whom shall be elected by the Corporation at a regular meeting at least one month prior to the election. The person receiving the highest number of votes by the Corporation shall serve as chairperson.
2. The nominating committee shall nominate one eligible person for each office to be filled and report its nominees at the regular meeting one month before the election at which time additional nominations may be made from the floor.

3. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.

#### 4.3 Vacancy

1. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the executive committee, notice of such election having been given.
2. In case a vacancy occurs in the office of President, the Vice-President shall serve notice of the election.

#### 4.4 Board of Directors and Election

1. The Board of Directors shall consist of the officers of the Corporation and the Chairperson of Standing Committees, and representatives appointed by the members of the Corporation. The Chairpersons of the Standing Committees shall be selected by the officers of the Corporation.
2. The Board of Directors shall assume their official duties following the close of the Annual Meeting and shall serve for a term of one year and until election and qualification of their successors.
3. A person shall not be eligible to serve more than two consecutive terms in the same office unless approved in advance by the members of the Corporation.

## ARTICLE V

### Officers / Board of Directors

The **Officers** of the Corporation shall be:

|                 |                     |   |
|-----------------|---------------------|---|
| President:      | Frankie B. Clayton  | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Vice-President: | Sara T. King        | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Secretary:      | James W. Lofton III | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Treasurer:      | Carmen Morris       | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |

The **Board of Directors** of the Corporation shall be:

|                   |                     |   |
|-------------------|---------------------|---|
| President:        | Frankie B. Clayton  | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Vice-President:   | Sara T. King        | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Secretary:        | James W. Lofton III | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Treasurer:        | Carmen Morris       | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Parliamentarian:  | Yvonne Sawyer       | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
| Committee Chairs: | Vera Stephens       | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
|                   | Curtis Delford      | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
|                   | Norcell McRay       | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |
|                   | Alix Desulme        | 1335 N. W. 130 <sup>th</sup> Street – North Miami, FL 33167 |

## ARTICLE VI

### Initial Registered Agent

The name and street address of the initial registered agent of this Corporation is:

Cheryl L. Clayton  
61 Northwest 47<sup>th</sup> Street  
Miami, Florida 33127

## ARTICLE VII

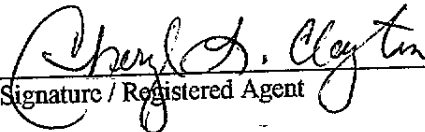
### Incorporator

The name and street address of the incorporator of this Corporation is:

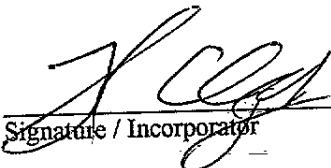
Frankie B. Clayton, Incorporator  
1335 Northwest 130<sup>th</sup> Street  
North Miami, Florida 33167

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature / Registered Agent

06/17/02  
Date

  
\_\_\_\_\_  
Signature / Incorporator

06/17/02  
Date