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TRANSMITTAL LETTER

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| Department of State Division of Corporatio P. O. 6327 Tallahassee, FL 3231 | | 20 | 0006484 4 -07/18/0201 ******78.75 | 1225 044010 ******78.75 | | |
| SUBJECT: HE | Orno Hand Proposed corporate i | name – must include si | SECRETARY TALLAHASSE | FILE 02 AUG 12 | | |
| Enclosed is an original and one (1) copy of the articles of incorporation and a chark | | | | | | |
| for: | 1 | | ORIU | ေ | | |
| \$70.00 Filing Fee | \$78.75 | \$122.50 | \$131.25 | <i>=</i> | | |
| i unig i 60 | / Filing Fee & Certificate | Filing Fee & Certified Copy | Filing Fee, Certified Copy & Certificate | | | |
| Please return the photocopy to me with the filing date stamped on it. | | | | | | |
| FROM: | IN RI | EV | <i>(</i> | | | |

Barbara

Address

City, State & Zip

Daytime Telephone Number

No like



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 18, 2002

IVY RILEY 1386 VATER AVE. PALM BAY, FL 32907

SUBJECT: HELPING HANDS MINISTRY, INC.

Ref. Number: W02000020811

We have received your document for HELPING HANDS MINISTRY, INC.. However, the document has not been filed and is being returned for the following:

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.

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) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 802A00044182

ARTICLES OF INCORPORATION OF LIVING HOPE FOR THE CHILDREN, INC A FLORIDA NON-PROFIT ORGANIZATION

The named corporation voluntary association and members of said organization do voluntarily associate themselves to form a non-profit corporation under the laws of the State of Florida and do hereby certify:

ARTICLE I NAME OF CORPORATION

The corporate name of the Organization shall be: LIVING HOPE FOR THE CHILDREN, INC

ARTICLE II DURATION

The period of duration of this corporation is perpetual.

ARTICLE III PURPOSE

- (a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida, and to act and operate as a charitable organization in lessening the burdens of government, providing relief of the poor, and distressed or underprivileged teenagers by promoting job skills and life management skills.
- (b) To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.
- (c) To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501 c 3 of the Internal Revenue Code and are consistent with those powers described in the Florida Nonprofit Corporation and Cooperation Association Act, as amended and supplemented.
- (d) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."
- (i) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein;
- (ii) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended;

02 AUG 12 PM 1: 35 SECRETARY OF STATE (iii) The corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under 501 c 3 of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

Article IV MEMBERS/STOCK

The corporation shall not have any class of members or stock.

Article V BYLAWS

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws.

Article VI DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed to one or more exempt purposes within the meaning of section 501C(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, of shall distribute to the federal government, or to a state of local government for a public purpose. Any such assets not so disposed of by the Court of Common Pleas of the county in which the principal office of the incorporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII DIRECTORS

The number of directors of this Corporation shall be four (4), or more than four, as fixed from time to time by the By-Laws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is four, and the names and addresses of the persons who are to serve as directors until their successors are chosen are:

| Harry Forbes | 473 Gilbert Drive | Palm Bay, FL 32907 | Chairman |
|-----------------|---------------------|--------------------|---------------|
| Sherron Lakeman | 1416 Voyager Street | Palm Bay, FL 32907 | Vice-Chairman |
| Debbie Garcia | 467 Kodice Avenue | Palm Bay, FL 32907 | Secretary |
| Ivey Riley | 1386 Vater Avenue | Palm Bay, FL 32907 | Treasurer |

ARTICLE VIII INCORPORATORS

The name and address of the incorporator is:

Ivey Riley 1386 Vater Avenue Palm Bay, FL 32907

Article IX REGISTERED OFFICE AND AGENT

The address of the corporation's initial registered office shall be: 1386 Vater Avenue Palm Bay, FL 32907

Such office may be changed at any time by the Board of Trustees without amendement of these Articles of Incorporation.

The corporations initial registered agent at such address shall be: Ivey Riley

I hereby acknowledge and accept appointment as corporate registered agent:

Lry M Riley
Signature

Article X
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be 1386 Vater Ave, Palm Bay, FL 32907. The business of this Corporation may be conducted in all counties of the State of Florida and in all states of the United States and in all territories thereof, and in all foreign countries as the Board of Trustees shall determine.

Article XI DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 c 3 of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In Witness Whereof, I, Ivey Riley, have executed these Articles of Incorporation in duplicate this 3/ day of Jilly, 2002, and say:

That I am the incorporator herein; that I have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of my knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters I believe to be true.

Ivy M Riley
Ivey Riley