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## TRANSMITTAL LETTER

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

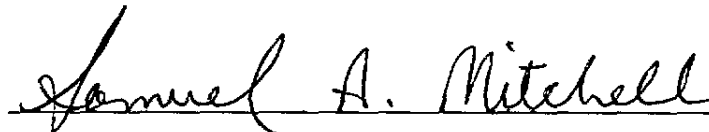
**SUBJECT:**      **ABLE LIVING FOUNDATION, INC.**

**FROM:**

Samuel A. Mitchell  
1900 Echo Lake Dr.  
West Palm Beach, FL 33407  
Daytime Phone: (561) 471-7308

It is my intention to register the ABLE LIVING FOUNDATION, INC. as a Florida Not for Profit Corporation. I am requesting a letter of acknowledgement.

Enclosed are an original and (1) copy of the Articles of Incorporation and a check for:  
\$78.75 for filing fee & certificate of status.

 Date: 6/14/04  
Samuel A. Mitchell

ARTICLES OF INCORPORATION OF ABLE LIVING FOUNDATION, INC.  
IN COMPLIANCE WITH CHAPTER 617, A NONPROFIT FLORIDA STATE  
CORPORATION

**ARTICLE I**

***NAME***

The name of this corporation is ABLE LIVING FOUNDATION, INC., A NONPROFIT  
FLORIDA STATE CORPORATION.

**ARTICLE II**

***TERMS OF EXISTENCE***

This corporation shall exist perpetually.

**ARTICLE III**

***INCORPORATORS***

The name and residence of the Incorporators are as follows:

Samuel A. Mitchell  
1900 Echo Lake Dr.  
West Palm Beach, FL 33407

Decton Mitchell  
1900 Echo Lake Dr.  
West Palm Beach, FL 33407

Patrice Fraser-Mitchell  
1900 Echo Lake Dr.  
West Palm Beach, FL 33407

The rights and interests of the Incorporators shall automatically terminate when these Articles  
are filed with the Secretary of State.

**ARTICLE IV**

***PURPOSE***

This corporation is organized exclusively for charitable purposes within the meaning of section  
501©(3) of the Internal Revenue code of 1986, including, for such purposes, the making of  
distributions to organizations that qualify as exempt organizations under Section 501©(3) of the  
Internal Revenue Code, or corresponding section of any future federal tax code. More  
particularly:

1. To provide Transitional housing, Food, transportation, Computer base job training  
program, Exercise programs, & counseling for men, women & families.

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2. To assist clients acquired and maintained permanent housing through independent, and government sources.
3. To provide first time home buyer education, credit and financial counseling.
4. To help clients develop a health conscious attitude through exercise program, dietary education, and encourage regular medical check-up.
5. To establish support group to address issues as; addictions, physical and sexual abuse, teen-age pregnancy as well as mentoring for teenage mothers.
6. To conduct programs and activities such as; sponsor promotions, raise funds, request and receive grants, gifts, contributions, dues and bequests of money, real and personal property; or acquire, receive hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real or personal; All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**PUBLICLY SUPPORTED TAX-EXEMPT NONPROFIT CORPORATION** 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 private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. 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. Notwithstanding any other provision of these articles, 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 section 501© (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170© (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

## **ARTICLE V**

### ***DEBT OBLIGATIONS AND PERSONAL LIABILITY***

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

## **ARTICLE VI**

### ***DISSOLUTION***

1. Upon the dissolution of the corporation, assets shall be distributed to the Department of Natural Resources, Division of Recreation and Parks of the State of Florida or its successor, to be used exclusively for the purposes herein above set forth, provided that such does not impair or destroy the tax exempt status to donations, contributions, legacies or dues received

- by this corporation to the extent that such tax exempt status shall be allowed under any applicable law or regulation.
2. Notwithstanding anything herein to the contrary, the assets of the Corporation are hereby irrevocably dedicated to charitable use; accordingly, in the event the Department of Natural Resources, Division of Recreation and Parks of the State of Florida, or its successors, fails to qualify to receive or otherwise fails to accept the Corporation's assets upon dissolution, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Section 501©(3) and Section 170©(2) of the Internal Revenue Code or corresponding sections of any prior or future law, or to a federal, state or local government for exclusive public purposes(s).

## **ARTICLE VII**

### ***BOARD OF DIRECTORS***

1. The affairs of the corporation are to be managed initially by a Board of Directors of three (3). Additional Directors in any odd number may be added to the Board as set forth in the duly adopted By-Laws. New Directors shall be elected annually by the members according to the By-Laws that may be in existence from time to time.
2. The names and addresses of the individuals, each of whom are 18 years of age or older, to serve on the initial Board of Directors are as follows:

Samuel A. Mitchell  
1900 Echo Lake Dr.  
West Palm Beach, FL 33407

Decton Mitchell  
1900 Echo Lake Dr.  
West Palm Beach, FL 33407

Patrice Fraser-Mitchell  
1900 Echo Lake Dr.  
West Palm Beach, FL 33407

3. The initial officers of the Corporation shall be the President, the Vice President, and the Secretary/Treasurer and such other officers and assistant officers as may be created from time to time by the Board of Directors. The officers shall be elected annually by the Board of Directors.

## **ARTICLE VIII**

INITIAL PRINCIPAL OFFICE, MAILING ADDRESS AND REGISTERED AGENT The street and mailing address of the initial registered office is: 1900 Echo Lake Dr. West Palm Beach, FL 33407 and the initial registered agent at that address is:

Samuel A. Mitchell

## **ARTICLE IX**

### **ADMINISTRATION**

This corporation is organized, and shall be operated, on a non-stock basis.

## **ARTICLE X**

### **MEMBERSHIP**

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

## **ARTICLE XI**

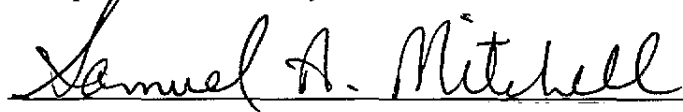
### **BY-LAWS**

The Directors, by majority vote, are authorized to establish By-Laws for the corporation not inconsistent with these Articles of Incorporation, and to amend same from time to time.

## **ARTICLE XII**

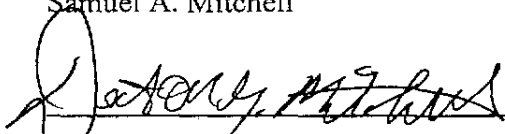
AMENDMENTS TO ARTICLES OF INCORPORATION This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation. Amendments to the Articles of Incorporation shall be proposed by the Board of Directors in the form of a resolution, which must be adopted by a majority vote of all members present and those represented by proxy at any meeting of the membership called for that purpose. Notwithstanding anything herein to the contrary, amendments which are required or advisable to obtain or maintain the Corporation's tax exempt status may nevertheless be adopted at a meeting of the Board of Directors by a unanimous vote of the directors then in office.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of June 2004.



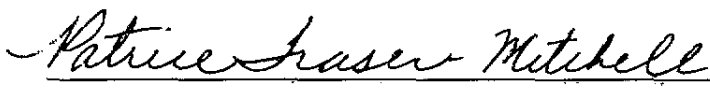
Samuel A. Mitchell

Date: 6/14/04



Dection G. Mitchell

Date: 6/14/04



Patrice Fraser-Mitchell

Date: 6/14/04

ACCEPTANCE OF REGISTERED AGENT Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Samuel A. Mitchell Date: 6/14/08  
Samuel A. Mitchell