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104-27765

TRANSMITTAL LETTER

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

SUBJECT: W. E. S. - Women Entering Society, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

 \$70.00
Filing Fee

XX \$78.75
Filing Fee &
Certificate of
Status

 \$78.75
Filing Fee
& Certified Copy

 \$87.50
Filing Fee,
Certified Copy
& Certificate

Additional copy required

FROM: Daisy Townsend
P. O. Box 607513
Orlando, Florida 32860
407/342-1789

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

ARTICLES OF INCORPORATION

ARTICLE I:

Women Entering Society, Inc.

ARTICLE II:

P. O. Box 608456, Orlando, Florida (County: Orange) 32860-8456

ARTICLE III:

This is a non-profit corporation that is organized exclusively for charitable and educational purposes as deemed by the Internal Revenue Code under section 501(c)(3) and shall be utilized only for the purposes intended.

This organization shall assist women, ages 24 - 50, who have been rendered homeless due to their released from jail and/or prison, to aid in decreasing the occurrence of re-incarceration, and to aid in the transition of being released from incarceration and returning to society. The individuals must have documented proof of participation in the corrective services offered through the inmate programs within the Department of Corrections, such as the life management skills, restorative justice or the religious programs that are offered at that institution. The individuals must also meet other criteria, such as, a willingness to learn and follow directions, must show commitment to improving one self and must be recommended by the Chaplain of that Institution or an Official representing that Correctional Facility.

This organization is designed to aid these women in the areas of job readiness and job training skills, such as: computer keyboarding skills, computer software skills, typing, filing, receptionist skills, housekeeping, and culinary skills, improving their educational and career planning needs, communication skills, counseling, workshops on various topics (such as budgeting/finances, HIV/AIDS prevention, health/hygiene, conflict resolution, and others), and to act as a referral source for other needed services in which the individual may require. These services will be provided at Women Entering Society, Inc. and other educational facilities within the Central Florida area may also be utilized for the apprenticeship training programs.

Temporary provisions will also be made for transitional shelter (live-in facility) program that will house 8-10 females during any one period of time at the facility for a period of sixteen weeks (120 days). Our goal shall be to serve 24 -30 female participants each year, providing the same services to every participant. Each individual will also be provided with clothing, shoes and nourishment. All services provided to each participant shall be at no cost to that individual. Each participant must work towards securing a job and a permanent place of residence within the specified time frame. Women Entering Society, Inc. will partner with other like organizations to ensure the continuum of quality care for each of its participants.

The mission of Women Entering Society, Incorporated is to aid females who become homeless due to release from incarceration, and provide support and direction, to provide educational growth and mentoring, to aid the individual in job training in order to gain successful employment whereby one shall become a taxpaying citizen, and to provide the individual with a suitable living environment.

Our goal is to provide temporary transitional shelter, enhance capabilities through maximize training, to provide the necessary guidance needed through educational and social training to better equipped the participant with knowledge, teaching the needed tools to be more productive, to aid in decreasing homelessness, and to prevent the reoccurrence of incarceration.

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ARTICLE IV:

The method in which the Trustees will be appointed is as follows: There are a total of five (5) Board of Trustees, which have been initially appointed by the President/Founder of Women Entering Society, Inc. There are three (3) titled positions which are as stated:

Chairman, Vice Chairman and Secretary

All Board of Trustees' positions are voluntary position (without compensation) and shall be maintained (except Chairman and Vice Chairman offices) until individual steps down or individual is relieved from said position, at which time, remaining members may solicit for an additional volunteer(s), not to exceed seven (7) and no less than five (5) members on the board. However, all remaining Board of Trustees and President/Founder of Women Entering Society, Inc. must agree to new appointment. If a discrepancy shall exist, the remaining members shall submit a ballot and the majority vote shall apply.

The positions, Chairman and Vice Chairman will be nominated by the members of the Board of Trustees and President/Founder of Women Entering Society, Inc. Nominees shall hold said position for one (1) year, at which time the current nominees will step down and the nomination process will be utilized to appoint or reappoint nominees for both offices. The position of Secretary will remain a voluntary position and can be held by any member of the Board.

The Board of Trustees is composed of citizens, who serve without pay and are vested with decision-making power in all matters of the corporation's policy, procedures and budget.

The Board of Trustees shall meet in regular sessions once each month for the first three months, then bi-monthly thereafter. These civic-minded individuals will contribute their time and talent to guiding the development of Women Entering Society, Inc. so that it remains responsive to the educational needs and the social training of its participants.

As part of the Board of Trustees, the Parliamentary Procedures will apply. Parliamentary law is the code of ethics of working together based upon the following:

- a. All members have equal privileges and obligations.
- b. Every proposition presented is entitled to full and free discussion, within reason, and will be conducted in a manner that is decent and in order.
- c. Each member of Women Entering Society, Inc. Board of Trustees shall act in the best interest of the corporation as a whole.
- d. Each member shall maintain upstanding ethical behavior, moral consciousness and compassion while exercising self-control.
- e. Any member not acting in the best interest of the corporation, or not maintaining good morals and ethics, and/or brings reproach upon the corporation in any manner shall constitute immediate dismissal from his/her volunteer duties within the Board of Trustees.
- f. No member of the Board of Trustees shall sell, loan, grant or make any promises dealing in or around on any portion of the corporation or its property.
- g. The simplest and most direct procedure for accomplishing a purpose shall be followed.

ARTICLE V:

Names/Address of Board of Trustees: Each of the following trustees have been appointed by the President/Founder of Women Entering Society, Inc. and reside in the Orange and Seminole County areas.

Chaplain Angela Johnson – 8556 White Rose Drive, Orlando, Florida 32818

Chaplain Johnson became a full-time Chaplain on February 16, 2002 with Good News Jail & Prison Ministry (GNJPM) serving the female population at Orange County Corrections. She made history by becoming the first full-time African-American female Chaplain with GNJPM and the first African-American Chaplain to be hired by the ministry in Orange County. She has a BA in Economics from Rollins College and a MA in Theology from Jacksonville Theological Seminary.

Shirley B. Brooks – 107 Wymore Road, Eatonville, Florida 32751

Mrs. Brooks is the Director of Eatonville Christian Academy, and, an active member of the Life Center in Eatonville, Florida. She is an active volunteer in outreach and currently involved with the surrounding communities.

Kem Fletcher, Owner - You-Nique Nails - 801 W. Comstock Ave., Winter Park, Florida 32789

Ms. Fletcher is the owner of You-Nique Nails Salon and is a resident of the Winter Park community. She is a graduate of the Institute of Theology and Ministry Training and is involved with several local community churches.

Joyce Smith, Pastor - From the Heart of God Ministries – 500 Banyon Tree Circle #104, Maitland, Florida 32751

Pastor Smith is actively volunteering in the surroundings communities and involved in outreach ministry. She is a college graduate and has been an Ordained Pastor since 1993.

Denise Fluellen – 742 W. Concord Street, Orlando, Florida 32805

Mr. Fluellen has a A.A. in Biblical Studies and serves as Chaplain at "In His Word Ministries". Mr. Fluellen has also served in the capacity as president of the Orlando Chapter of Men's Fellowship. He is active in outreach and currently volunteers in the surrounding communities.

Daisy Townsend, President/Founder – P. O. Box 607513, Orlando, FL 32860

Ms. Townsend is the Founder and President of Women Entering Society, Incorporated. She is active in teaching the female population at Orange County Corrections, and she operates in outreach for those being released from jail by providing food, clothing, shoes and furniture for those who are less fortunate and in need. She is a Mentor to the female inmate population at Lowell Correctional Facility, Seminole County Corrections and Orange County Corrections. Ms. Townsend holds a BS in Theology, AS in Biblical Studies, Certificate in Evangelism, and a host of experience in other fields, such as: Support Staff Trainer, Needs Assessment and Planning, Facilitating Educational Programs, provides Tutorial Assistance and Computer Software Training.

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1. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its 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 III hereof.
 2. 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 of distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

3. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation
4. 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, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.
5. No person (s) shall be able to use this corporation for anything other than the purpose it was intended, nor, use the name or change the name that has been set.
6. This corporation does not accept responsibility for any person (s) or employee acting on their own behalf, and will not be sued or defend such actions.
7. No person (s) or employee shall be able to alter, adopt or use corporation's seal.
8. This corporation has established the order of appointing the Board of Trustees. Please refer to Article # IV. Members of the Board of Trustees shall not be compensated for holding seat.
9. Bylaws shall not be changed, amended or repealed unless President/Founder of Women Entering Society, Inc. and Board of Trustees has given written authorization. Amendments, repeals or changes will remain in conjunction with state and federal laws, and in the best interest of the corporation.
10. Board shall, by appointment, maintain a number of trustees so that it shall not be less than five (5).
11. No contracts shall be taken or any other liabilities, no monies shall be borrowed, notes issued, bonds, secure mortgage or pledge any property, franchises or income on behalf of this corporation, except by written consent of Board of Trustees and President/Founder of Women Entering Society, Inc.
12. No person (s) shall be able to use, deal, hold, own, take, purchase, receive, lease, devise, acquire, and deal in or with real or personal property, or any interest therein, except for the purpose in which it was intended.
13. No person (s) can or will acquire, enjoy, utilize, dispose of patents, copyrights and trademarks and any licenses and other rights or interests herein.
14. No person (s) shall be able to sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
15. Only the President/Founder, along with advisement from the Board of Trustees, may employ or hire for said corporation.
16. No funds shall be withheld, invested or loan out, and no property real or personal shall be held for repayment of loans or invested.
17. Donations for public welfare, religious, charitable, and educational purposes may be donated by obtaining written authorization from President/Founder and Board of Trustees.
18. President/Founder and Board of Trustees may exercise all powers necessary or convenient to effect any or all of the purposes for which organized.

ARTICLE VI:

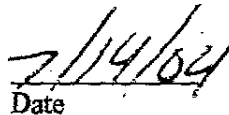
Mrs. C. Townsend
86 Castle Brewer Court
Sanford, Florida 32771

ARTICLE VII:

Daisy Townsend, Incorporator
P.O. Box 607513, Orlando, Florida 32860

1. There will be no members to or for this corporation.
2. Termination of membership or members rights does not apply.
3. There are no memberships or payment of dues for membership within this corporation.
4. There are no memberships; therefore class of members and/or members' rights shall not apply.
5. Corporation is not subordinate to the authority of any head or national association, fraternal or beneficial society, foundation, federation, or other corporation, society or organization.
6. Appointment of Board of Trustees has been set forth in Article IV and Bylaws have been established.
8. Corporate powers have been enumerated within the Articles of Incorporation.


Signature of Incorporator


Date

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Women Entering Society

2. The name and address of the registered agent and office is:

Celia M. Townsend
86 Castle Brewer Court
Sanford, Florida 32771

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Celia M. Townsend
Signature

Aug. 5/004
Date

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