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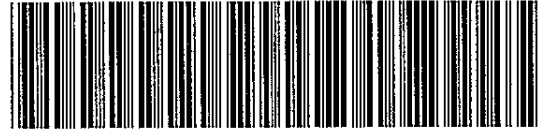
(Business Entity Name)

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C.L.C.

TRANSMITTAL LETTER

**DEPARTMENT OF STATE
DEPARTMENT OF INCORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314**

SUBJECT: WOMAN TO WOMAN MOTHERS OF CREATION, INC.

**ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE
ARTICLES OF INCORPORATION AND A CHECK FOR \$78.75,
WHICH INCLUDES FILING FEE.**

FROM:

***DR. REGINA EASON
2508 SUPERIOR STREET
MIAMI, FLORIDA 33054***

ARTICLES OF INCORPORATION

The undersigned subscribers to the Articles of Incorporation, desiring to form a Not For Profit Corporation under the Laws of the State of Florida, hereby accept all rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

THE NAME OF THE CORPORATION SHALL BE:

WOMAN TO WOMAN MOTHERS OF CREATION, INC.

ARTICLE II

PRINCIPAL OFFICE

18710 N.W. 27TH AVENUE #203
MIAMI, FLORIDA 33056

ARTICLE III

PURPOSE:

The general purpose and object of this corporation shall be to act as a social service organization to assist individuals and other institutions connected therewith of a religious, educational, humanitarian and philanthropic activities to the benefit of the disadvantaged members of society, particularly the chronic diagnosis of life threatening diseases , at risk women and particularly the abused and the disadvantaged . We will endeavor to recreate programs and services to assist them in rebuilding and refocusing their lives in a holistic manner. To help them to realize they can overcome all barriers through empowerment of their own lives and redirect their futures.

To provide for the existence of structured leadership and organizational cohesion by the establishment of community based support initiatives via outreach programs and services of Christian origin. To provide a forum where the dynamism of the human spirit may be guided and molded into an effective organism committed through the need for fellowship and mutual support, in love and respect for mankind, this corporation shall too have the right to acquire property, either by gift or purchase, and to hold, own, sell, mortgage or encumber in any manner, lease and improve real estate and personal property for itself and others, either trustee or otherwise, and for any and all things to promote the welfare and socio-economic welfare of the community.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501c3 of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the Corporation shall not carry out any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501c3 of the Internal Revenue Code of 1986,(or the corresponding provision of any future United States Inter Revenue Law), or by a corporation, contributions to which are deductible under section 170 c2 of the Internal Revenue Code OF 1983 for corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

MANNER OF ELECTION

The manner of election shall be through majority vote and/or presidential appointment.

ARTICLE V

INITIAL DIRECTORS

MARSEILIES M. MCKENZIE, 18710 N.W. 27TH AVE. #203, MIAMI, FLORIDA 33055 / PRESIDENT
CALVIN HENDRICKS, 18367 N.W. 27TH AVE #29, MIAMI, FLORIDA 33056/ DIRECTOR
MELBA FARRELL, 22200 S.W. 16TH AVE. #3, MIAMI, FLORIDA 33170/ DIRECTOR
DR. REGINA EASON 2508 SUPERIOR STREET, OPA LOCKA, FLORIDA 33055/ REG.AGENT

ARTICLE VI

INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME OF THE REGISTERED AGENT IS:

Dr. Regina Eason
2508 Superior Street
Opa Locka, Florida 33054

ARTICLE VII

INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR:

MARSEILIES M. MCKENZIE
18710 N.W. 27TH AVENUE #203
MIAMI, FLORIDA 33055

ARTICLE VIII
CHARITABLE ORGANIZATIONS PROVISIONS

NOTWITHSTANDING ANY POWERS GRANTED TO THE CORPORATION BY ITS ARTICLES, BY LAWS OR BY THE LAWS OF THE STATE OF FLORIDA, THE FOLLOWING LIMITATIONS OF POWER SHALL APPLY:

A. THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL AND SCIENTIFIC PURPOSES, INCLUDING FOR SUCH PURPOSES THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

B. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INSURE 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 THE SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF PURPOSES SET FORTH IN THE PURPOSE CLAUSE 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 DISTRIBUTING OF STATEMENTS) ANY POLITICAL CAMPAIGN ON OR BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THIS DOCUMENT, THE ORGANIZATION SHALL CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (i) BY AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(c)(3) OF THE CODE; OR (ii) BY AN ORGANIZATION CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(c)(2) OF THE CODE.

C. UPON DISSOLUTION OF THE CORPORATION, ASSETS SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR A STATE OR LOCAL GOVERNMENT FOR PUBLIC PURPOSE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED BY THE COURT HAVING JURISDICTION OVER THE CORPORATION, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATION OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

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.

Marsellia McKenzie
SIGNATURE OF INCORPORATOR

12-13-04
DATE

W. Lynn Bess

SIGNATURE OF REGISTERED AGENT

12-13-04

DATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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