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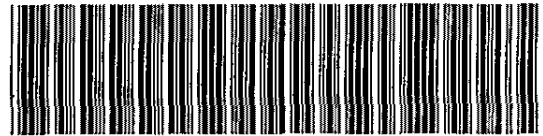
(Business Entity Name)

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TALLAHASSEE, FL 32301

TRANSMITTAL LETTER

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

SUBJECT: EMAGE VISION MINISTRIES INTERNATIONAL, 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

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MALIKA JAN HALL
Name (Printed or typed)

4511 N.W. 174th Drive
Address

Miami, FL 33055
City, State & Zip

(305) 430-8228
Daytime Telephone number

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05 FEB 26 AM 9:18
TALLAHASSEE, FLORIDA
DIVISION OF STATE
CORPORATIONS

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

ARTICLES OF INCORPORATION
OF
EMAGE VISION MINISTRIES INTERNATIONAL, INC.
A Florida Corporation Not-For-Profit

FILED
05 FEB 24 AM 9:18
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

Pursuant to Chapter 617.0202, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of incorporation.

ARTICLE I

The name of the corporation shall be EMAGE VISION MINISTRIES INTERNATIONAL, INC., (the "Corporation"). Said corporation is organized exclusively for charitable, educational and scientific purposes including for such purposes the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

ARTICLE II

The street address of the initial principal office of the Corporation shall be 4511 N.W. 174th Drive, Miami, FL 33055.

ARTICLE III

The purpose for which the corporation is organized is to provide a *comprehensive managed care support system which provide social services to the needy to combat the societal ills that plague our community, such as poverty, unemployment, broken homes, family maladjustment, antisocial behavior, physical, mental and emotional handicaps, racial tensions, inadequate housing, child abuse and neglect, economic under-development and crime.* Our goal is to promote a drug-free and safe community by rehabilitating individuals to become responsible citizens through the provision of specialized ministries to the indigent and socially disadvantaged persons, i.e. mentally challenged youths and adults, the homeless, homeless with AIDS, substance abusers, dually-diagnosed, victims of domestic violence, ex-offenders, and pregnant teens, regardless of race, sex, religion, and socio-economic status for the purpose of strengthening family and community ties. Our mission is to assist the youth, adolescents, young adults, men and women in the selection of their career choice and assist them in developing success patterns through established sound, effective community support systems. In order to accomplish our mission, we will provide food, clothing, shelter, medical assessment and treatment referrals, comprehensive

pregnancy care, job training assistance and referrals, recovery sponsorships, self-help AA/NA groups, and mentoring in a spiritual, holistic, and transitional living setting for charitable and educational purposes under IRS Code 501(c)(3) guidelines.

The Corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not-for-profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented.

ARTICLE IV

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, or corresponding section of any future federal tax code.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, 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 section 501(c)(3) purposes. 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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances), paid to or provided to the Corporation's employees, directors, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

ARTICLE V

The succeeding officers and directors of the Corporation shall be elected in accordance with the terms and conditions set forth in the bylaws for the corporation.

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented. 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(c)(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(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE VI

The Corporation shall have three (3) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the Corporation. The name and street address of the initial directors and officers shall be as hereinafter designated:

Malika Jan Hall
4511 N.W. 174th Drive
Miami, FL 33055

Chairman of the Board
of Directors and
President

Jasper P. Lewis, Jr.
15700 N.W. 17th Court
Miami, FL 33054

Vice President and
Director

Thelma Knowles
1700 N.W. 67th Avenue
Unit 414
Hialeah, FL 33015

Treasurer and
Director

ARTICLE VII

The corporation shall be perpetual. Upon dissolution of this non-profit corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed and turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code, or the corresponding sections of any future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose. Any such assets not disposed of shall be disposed of by the local county court in which the principal office of this Corporation is located, exclusively for such purposes or to such organization or organizations the local county court shall determine are organized and operated exclusively for such purposes.

ARTICLE VIII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

The Corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any former officer, director, employee or agent of the Corporation, or any person who at the request of the Corporation is or was serving as a director, officer, employee, or agent of another Corporation partnership, joint venture, trust or other enterprise.

ARTICLE X

The street address of the initial registered office of the Corporation is 9025 N.W. 9th Avenue, Miami, FL 33150, and the initial registered agent of the Corporation at that address is DeAngela Rhines.

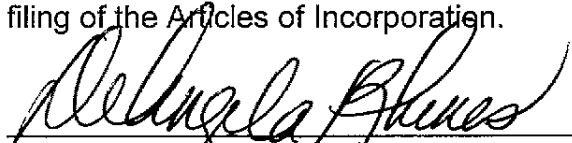
ARTICLE XI

The name and address of the incorporator for the Corporation is DeAngela Rhines, 9025 N.W. 9th Avenue, Miami, FL 33150.

ARTICLE XII

The mailing address of the Corporation is 9025 N.W. 9th Avenue, Miami, FL 33150.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the filing of the Articles of Incorporation.


DeAngela Rhines, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

PURSUANT TO 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 EMAGE VISION MINISTRIES INTERNATIONAL, INC.
2. The name and address of the registered agent is: DeAngela Rhines, 9025 N.W. 9th Avenue, Miami, FL 33150.

HAVING BEEN NAME 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.


DeAngela Rhines

05 FEB 26 AM 9:18
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TALLAHASSEE, FLORIDA