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NonProfit	Resignation of R.A., Officer/Director	
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Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER TUNGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
}	Trademark	

Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

BREATHE AGAIN COUNSELING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, subscribe to and form a corporation not for profit under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of the corporation is -:

BREATHE AGAIN COUNSELING, INC.

ARTICLE II- ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office of this Corporation is -:

584 SW 180TH AVENUE, PEMBROKE PINES, FL 33029

and the mailing address is the same as inscribed above.

ARTICLE 111 - NATURE OF BUSINESS

The purpose for which the Corporation is organized exclusively charitable, religious, scientific, literary and educational within the meaning of section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding provision if any United States Internal Revenue Law. These purposes may include opportunities for delinquent juveniles to participate in educational programs, which include work force preparation and life skills activities.

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ARTICLE IV – ELECTIONS

All elections shall be determined by secret ballot, at least three weeks to the general meeting. The Nomination Committee shall mail a ballot with a return envelop enclosed to each member in good standing.

Reports shall be presented at the general meeting.

Members may vote for persons other than those whose names appear on the ballots by writing in the names of qualified candidates who have consented to serve, if elected.

All officers shall be declared elected at the annual meeting and shall continue for one term or until their successors are elected or appointed.

All ballots shall be preserved for one (1) year after election.

ARTIVCLE V – POWERS

The Corporation shall have all powers now or hereafter granted by law including, without limitation, all powers lawfully necessary or required to carry out its purposes and objectives. All of the assets or earnings shall be used exclusively for the purposes set forth herein, including payment of expenses incidental thereto. No dividend shall be paid by the Corporation and no part of the income of the Corporation shall be distributed to its members, directors or officers.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is -:

584 SW 180TH AVENUE, PEMBROKE PINES, FL 33029

The name of the initial registered agent of this corporation at that address is -:

CHERISSE R. GAGE 584 SW 180TH AVENUE, PEMBROKE PINES, FL 33029

ARTICLE VII - OFFICERS

The initial officers of the Corporation shall be as follows:

NAME:

ADDRESS:

CHERISSE R. GAGE President/ Founder 585 SW 180TH AVENUE, PEMBROKE PINES, FL 33029

ARTICLE VIII

Not withstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE IX

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 © (3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal, State or local government, for a public purpose. Any such assets not so disposed of by the court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purpose.

ARTICLE X – INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation

is-: NAME:

ADDRESS:

CHERISSE R. GAGE President/Founder 585 SW 180TH AVENUE, PEMBROKE PINES, FL 33029

ARTICLE XI - DIRECTORS

The Corporation shall have an initial Board of Directors consisting of (6) directors. The names of the initial directors of the Corporation, who have been designated by the Incorporator, and who shall serve until his of her successor is duly elected and qualified, until his or her earlier death, resignation or removal from office are:-

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ADDRESS:

CHERISSE R GAG	E
President/ Founder	

585 SW 180TH AVENUE, PEMBROKE PINES, FL 33029

MICHELLE GAGE-KELLY Vice-President

1169 HOLLISTER STREET, SAN FRANCISCO, CA 94124

VERONICA BEDFORD Secretary 8710 SW 3RD STREET, # 204 PEMBROKE PINES, FL 33025

LAKEESHA GAGE

5412 CLAREMONT AVE, APT#31

Treasurer

OAKLAND, CA 94618

SHUNNAE JOHNSON

5350 DUNLAY DR, UNIT 711

Trustee

SACRAMENTO, CA 95835

DEIDRE MITCHELL

303 SW 85TH WAY, # 103

Trustee

PEMBROKE PINES, FL 33025

ARTICLE XII – BYLAWS

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

ARTICLE XIII - AMENDMENT

	These Articles of Incorporati	on may be amended	in the manner	provided by tl	ne
bylaws.	•	•		•	

IN WITNESS WHEREOF, I ha	ve hereunto set my hand and seal, acknowledged
and filed the foregoing Articles of Incom	rporation under the laws of the State of Florida,
this 19th day of MARCH 2005.	SIGNATURE: NEWS RAGE. CHERISSE R. GAGE President /Founder
STATE OF FLORIDA)	
COUNTY OF MIAMI- DADE	
The foregoing instrument was ac	eknowledged before me this day of
2005, by CHERISSE R	. GAGE, President
of BREATHE AGAIN COUN	SELING, INC. a Florida corporation, on behalf
of the corporation. She is personally known	own to me or has produced a
	as identification.
	NOTARY PUBLIC, STATE OF FL.
MY COMMISSION EXPIRES:	
	(Name of Notary typed/printed)

CC#____

CERTIFICATE OF DESIGNATION 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, the State of Florida.

1. The name of the Corporation is:

BREATHE AGAIN COUNSELING, INC.

The name and address of the registered agent and office is

NAME:

CHERISSE R. GAGE

ADDRESS: 584 SW 180TH AVENUE

PEMBROKE PINES, FL 33029

Having been named the 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.

Registered Agent