

# N050000/0131

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**FLORIDA NON-PROFIT CORPORATION**

**SERENITY'S PATH, INC.**

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Instrument Prepared by:  
Shari N. Hines, P.A.  
4300 N. University Drive  
Suite A-102  
Lauderhill, FL 33351

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TALLAHASSEE, FLORIDA

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COUNTY OF BROWARD )

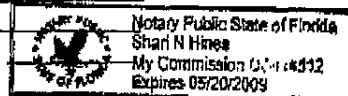
The undersigned Affiant, who, after being duly sworn, deposes and says that the following statements are true and correct:

1. I, MARIA L. LAMANDE, President and Director of Serenity's Path, hereby acknowledge that the corporation, Serenity's Path, Inc. has been dissolved within the State of Florida.
2. I am releasing the name Serenity's Path, Inc., upon dissolution of the for profit corporation, for public availability and use.
3. Affiant further state(s) that she is familiar with the nature of an oath; and with the penalties as provided by the laws of the State aforesaid for falsely swearing to statements made in an instrument of this nature.
4. Affiant further certifies that she read the full facts of this affidavit, and understands its context.

  
MARIA L. LAMANDE

SWORN TO AND SUBSCRIBED before me this 23 day of September, 2005.

Name: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
Notary Public  
State of Florida at Large



My Commission Expires:

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SERENITY'S PATH, INC.  
A NON PROFIT CORPORATION**

The undersigned, desiring to form a charitable corporation under Chapter 617, Florida Statutes, as amended, the Florida Not for Profit Corporation Act, does hereby adopt the following Articles of Incorporation and certify:

**ARTICLE I**

The name of the Corporation shall be SERENITY'S PATH, INC. (hereinafter the "Corporation").

**ARTICLE II**

The mailing address and principal office of the Corporation is 2222 Forest Street, Hollywood, Florida 33020.

**ARTICLE III**

The initial registered office of the Corporation is, 2222 Forest Street, Hollywood, Florida 33020, and its incorporator and initial registered agent at that address is Maria L. Lamande.

**ARTICLE IV**

The Corporation is organized and shall be operated exclusively for the benefit of Serenity's Path, Inc., a Florida Non-Profit corporation, so long as the organization is operated exclusively for charitable, educational or religious purposes by conducting or supporting activities for the benefit of or carrying out the purposes of Serenity's Path, Inc. In the event Serenity's Path, Inc. should cease to exist for any purpose or no longer be a qualified organization as defined below, then the Corporation shall be organized and shall be operated exclusively for the benefit of any other qualified organization which is operated for similar purposes and conducts or supports similar activities as Serenity's Path, Inc. An organization is a qualified organization for

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purposes of these Articles only if it is described in Section 501(c) (3) and Sections 509 (a) (1) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code").

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, including, but without limitation thereon, the power to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal and income therefrom or distribute the same for the above purposes. In addition to the above, the Corporation is empowered to create wholly owned subsidiary entities for the purpose of holding title to real property and has the authority to sell and convey property for purposes of reinvesting the proceeds in other productive assets.

#### ARTICLE V

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the Corporation's Trustees, officers or private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No Trustee, however, shall be entitled to compensation for services rendered. All distributions by the Corporation must be in accordance with the Corporation's exempt purpose and must be to Serenity's Path, Inc. It is intended that the distributions to Serenity's Path, Inc. be sufficient to ensure the attentiveness of Serenity's Path, Inc. to the operations of Corporation. All funds distributed in accordance with the Corporation's exempt purpose in accordance with Article IV above shall be for whatever programs, capital improvements and needs are in accordance with Article IV above, as determined by the Board of Trustees of the Corporation.

#### ARTICLE VI

It is intended that the Corporation shall have the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501 (c) (3) of the Code, and that is other than a private foundation by reason of being described in Section 509(a) (3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on

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propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of its exemption from federal income tax under Section 501(c) (3) of the Code. Further, the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition of any candidate for public office. However the Corporation's activities must be to assist in the functions of carrying out the purposes of Serenity's Path, Inc.

#### ARTICLE VII

The Trustees shall be such persons who from time to time meet the qualifications provided in this Article VII. There shall initially be nineteen (3) Trustees. However, the Corporation shall never have more than Five (5) Trustees nor less than three (3) Trustees. Each Trustee shall be entitled to one (1) vote upon any matter properly submitted to the Trustees for their vote. The initial Trustees and their respective addresses are:

Maria L. Lamande

2222 Forest Street, Hollywood, Fla 33020

All Trustees shall be selected by Serenity's Path, Inc. The Trustees shall serve three (3)-year terms; however, one-third (1/3) of the initial Trustees shall serve a one (1) year term, one (1/3) of the initial Trustees shall serve a two (2)-year term and one - third (1/3) of the initial Trustees shall serve a three (3)-year term, as shall be designated for each at the time of their appointment. Thereafter all Trustees shall serve three (3)-year terms. A vacancy among any Trustee shall be filled by a majority vote of the then Board of Trustees of Serenity's Path, Inc. Any Trustee may be removed with or without cause by a majority vote of the Trustees.

The number of Trustees may be decreased or increased but not less than or more than the limit set forth above in this Article VII. Notwithstanding anything contained herein to the contrary, at least three (3) Trustees must also be a currently serving Trustee of Serenity's Path, Inc. It is the intent that the Trustees of the Corporation shall endeavor to maintain a close and working relationship with the Board of Trustees of Serenity's Path, Inc.

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#### ARTICLE VIII

The affirmative vote of two-thirds (2/3) of all of the Trustees shall be required to adopt or approve the following actions:

- (i) Liquidation or dissolution of the Corporation;
- (ii) Merger, consolidation or transfer of substantially all the assets of the Corporation; or
- (iii) Repeal, modification, amendment, in whole or in part, or addendum to the Articles of Incorporation or By-Laws of the Corporation or adoption of new Articles of Incorporation or Bylaws.

The notice of the meeting at which any such action is to be considered shall set forth the subject of the action or actions to be approved.

#### ARTICLE IX

Except as provided in Article VIII the affirmative vote of a majority of the Trustees shall be required for the authorization or taking of any action by the Trustees.

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## ARTICLE X

There will not be any members of the Corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name at Fort Lauderdale, Florida, this 23 day of September, 2005.

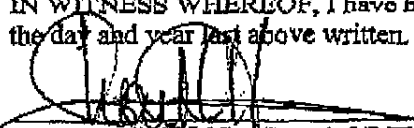
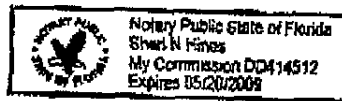
Witnesses:

  
MARIA L. LAMANDE, Incorporator

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF Broward

BE IT KNOWN, that on the 23 day of September, 2005, before me, a Notary Public in and for the State of Florida, duly commissioned and sworn, personally came and appeared MARIA L. LAMANDE, who is personally known to me to be the same person described herein and who executed the foregoing Articles of Incorporation or who has produced FL Driver's License as identification, and he acknowledged the within to be her act and deed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of office the day and year last above written.

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission expires:  
OFFICIAL NOTARY SEAL

ACCEPTANCE OF APPOINTMENT OF  
REGISTERED AGENT

The undersigned accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.

  
MARIA L. LAMANDE, Registered Agent

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