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SECRETARY OF STATE
ASSAULANT AND SEE, FLORID

June 9, 2006

LAW OFFICES OF TRACEY AND ASSOCIATES, P.A. 1919 NORTH STATE ROAD 7 SUITE 205 MARGATE, FL 33063

SUBJECT: HE CARES, INC. Ref. Number: W06000026555

We have received your document for HE CARES, INC... However, the document has not been filed and is being returned for the following:

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STATE OF FLORIDA NOT-FOR-PROFIT CORPORATION ARTICLES OF INCORPORATION

OF

CREATED2CARE, INC.

GEGRETARY OF STATE TALL AHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is <u>CREATED2CARE</u>, <u>INC</u>, and its principal place of business shall be located at 248 Hibiscus St. Tavernier, FL 33070.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

The purposes for which the Corporation is organized and shall be operated exclusively for are:

- (1). Religious and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (i.e. Empowering Youth through the Discovery, Development, and Implementation of their Gifts and Talents).
- (2). To foster a learning environment for individuals to acquire an understanding of the message that God has prepared for them., as specified in such Section 50l(c)(3). CREATED2CARE Inc. will serve as the name for incorporation and identification purposes. Under CREATED2CARE Inc. is Created 2 Care and Caring in Action. CREATED2CARE Ministry seeks to fulfill the purpose statement through Weeks of Prayer in churches and seminars/motivational speeches in secular arenas, i.e. schools. CREATED2CARE will also serve as a liaison between youth and mentors/business owners. The Caring In Action (CIA) branch will serve as an entity providing funds for Christian Education.
- (3). This corporation shall be organized and operated in the public interest, not for the benefit of designated persons or its founders, and will not, except to an insubstantial amount, engage in activities that do not further this organization's exempt purposes. Such purposes shall include but shall not be limited to providing financial support, by way of grants, contributions, loans or

otherwise, to other organizations exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code.

- (4). No part of the assets of the corporation and no part of any net earnings of the corporation shall inure 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 services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation. 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 any political campaign of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation or the bylaws of the corporation, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- (5). 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 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes. In the event this corporation dissolves the officers of this corporation will distribute the corporate assets to their respective religious organizations who qualify for exemption status.
- (6). The corporation will be organized for any one or more lawful purposes, consistent with the aforementioned purposes.

All references herein: (i) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended; and (ii) to particular sections of the Internal Revenue Code shall be deemed to refer to similar or successor provisions hereafter adopted.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is <u>Anthony J. Albury Jr.</u>, and the name of the initial registered agent of this corporation at that address is <u>248 Hibiscus St.</u> Tavernier, FL 33070.

ARTICLE V - DIRECTORS

Initially, this corporation shall have three (3) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the Board of Directors by the officers and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u> <u>Address</u>

Toya Albury 248 Hibiscus Street

Tavernier, FL 33070

Darryl Burr 18941 Bretton Drive

<u>Detroit MI 48223</u>

Preston Walker III 4853 Purdue Drive

Boynton Bch., FL 33436

Sara Albury 2108 Pinehurst Drive

Boynton Beach, FL 33426

Toni Drummond 794 Palmera Street

Orlando, FL 32811

Jason Tracey 1919 N. State Road 7

Suite 205

Margate, FL 33063

ARTICLE VI - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u> Address

Anthony Albury, Jr. 248 Hibiscus Street
President Tavernier, FL 33070

Toya Albury 248 Hibiscus Street Vice President Tavernier, FL 33070

Toni Drummond 794 Palmera Street Secretary Orlando, FL 32811

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name Anthony Albury, Jr. Address 248 Hibiscus Street Tavernier, FL 33070

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided \$607.0831, Florida Statutes (1990).

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the officers is subject to this reservation. Articles may be amended at any time by a majority vote of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: June 14th, 2006

Printed Name _ Incorporator

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CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that <u>CREATED2CARE</u> desiring to organize or qualify under the laws of the State of Florida, has named <u>Anthony J. Albury Jr.</u>, located at <u>248 Hibiscus St. Tavernier, FL 33070</u>, as its agent to accept service of process within Florida.

Dated: June 14/6h, 2006

Printed Name: Anthony Albury, Jr.

Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: June 14th, 2006

Printed Name Anthony Albury, Jr.

Registered Agent

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