

NO6000009357

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

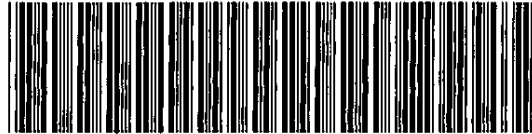
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600065840506

02/15/06--01014--018 \*\*87.50

06 SEP -5 PM12:03

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

W06-8294

B. McKnight SEP 05 2006

**Mark & Carol Berry**

The Dohmen House, 13425 S.W. 96<sup>th</sup> Terrace,, Miami,. FL 33186;

The Secretary of State of the State of Florida

---

---

---

Re: Filing Articles of Incorporation for Transformation, Inc.

October 3, 2005

**VIA REGULAR U.S. MAIL**

To Whom It May Concern:

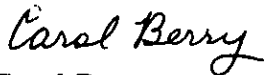
Enclosed please find the Original Articles of Incorporation of Transformation, Inc., to be filed forthwith. Please also find a copy for the Certification of the Secretary of State of the state of Florida that we request be returned to us.

We enclose the applicable filing fee and the fee for One (1) certified copy, as well, in one check. Please send the Certified Copy to our registered agent reflected in Article V of the Articles. Thank you for your time, consideration and assistance in this matter.

Very Truly Yours,



Mark Berry  
Incorporator, Chairperson and President



Carol Berry  
Incorporator, Secretary and Treasurer

Enclosure



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 20, 2006

CAROL BERRY  
THE DOHMEN HOUSE  
13425 SW 96TH TERRACE  
MIAMI, FL 33186

SUBJECT: TRANSFORMATION, INC.  
Ref. Number: W06000008296

We have received your document for TRANSFORMATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 806A00011842

**ARTICLES OF INCORPORATION  
OF  
A FLORIDA NONPROFIT CORPORATION**

**ARTICLE I: NAME**

**NAME:** The Name of the corporation is: Transformation International Corporation

**ARTICLE II: DURATION**

**DURATION:** The duration of the corporation created hereby, and memorialised herein, by the Incorporator(s) herein, is intended by them to be, and therefore, shall run in perpetuity.

**ARTICLE III: PURPOSES**

**PURPOSES:** The purpose of this Corporation is as follows:

Transformation International Corporation is a not-for-profit Corporation organized under Chapter 617, of the Statutes of the State of Florida and *is not organized for the private gain of any person*. The specific purposes of this Corporation are enumerated, but not solely limited to, those named as follows:

A. To serve as an educational and charitable corporation providing the framework upon which the Principals named herein will teach the Laotian people more efficient modes of agricultural development and models for agronomy that would result in higher yields of necessary dietary foodstuffs, and enable Lao farmers a broader spectrum of food crops that may be grown, as well as educating Lao farmers respecting the means by which to grow them; and

B. To serve as an educational and charitable corporation that would enable the People's Democratic Republic of Laos (the Lao PDR) to become more self-sufficient respecting the feeding of its population and enable it to develop beyond its current status as a Least Developed Country (LDC) and eventually explore the export markets for the foodstuffs grown, thereby reducing its dependence on the WTO and the United States

Federal Reserve or other foreign aid provided by various governmental agencies of the United States.

C. To communicate and disseminate information regarding the devastating effects of Amphetamine Type Substances ("ATS") to Lao youth and the high risk it places them in for contraction of HIV.

D. To establish a detoxification and treatment center for Lao youth already addicted to ATS; and

E. To establish half-way houses to serve as a bridge for those detoxified and treated Lao youth addicted to ATS, who have abated the use of ATS, and to dovetail their release into said half-way houses with the education and development of the Lao farmers' agricultural development referenced above, by employing them as apprentices or laborers, working for the Lao farmers (essentially converting a generation or generations of ATS addicts to becoming productive members of Lao society, ultimately as farmers.

F. To exercise any and, or, all other rights and powers conferred upon not-for-profit Corporations by Chapter 617 of the laws of the State of Florida.

G. To establish and operate programs of reforestation to generate the "greening" of previously denuded regions and in the long term, establish and cultivate educational programs that will teach the Lao citizens respecting landscaping, park planning, neighborhood beautification as well as training those Lao youth who have been or will be discharged from the half-way houses to maintain the environment and serve as landscape maintenance workers; and

H. To exercise all rights, privileges and powers conferred upon all such not-for-profit Corporations as may fall under the Jurisdiction of any and all laws, rules, regulations, incentives, acts, commissions and, or initiatives to educate, develop, or in any way benefit our fellow citizens, within our community in the State of Florida, and throughout the world, as are, or may be further defined under Federal Laws, Rules and, or, Regulations, Treaties and, or, Executive Orders, respecting what have been named and defined by The Executive Branch of the Government of these United States; and further defined by the Congress; and recognized as falling within the parameters of the Constitution of the United States and the Amendments thereto (a/k/a as "The Bill of Rights") by the Federal Judiciary.

Provided, however, notwithstanding the foregoing, the Corporation formed by virtue of these Articles of Incorporation *shall not engage in any action, act (of*

*commission or omission) that is permitted to be carried on not-for-profit corporations under the Internal Revenue Code; and no part of the net earnings of the Corporation shall inure to the benefit of, or to be distributable to its members, directors, or officers, but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of the stated purposes.*

#### **ARTICLE IV: MEMBERS**

**MEMBERS:** The Corporation shall have voting members, who shall be elected (and may be removed by the Voting Members, and who shall have all the rights and privileges of Members of the Corporation and in accordance with the Florida not-for-Profit Corporations Act.

Mr. Mark Berry  
The Dohmen House  
134~~35~~<sup>35</sup> S.W. 96<sup>th</sup> Terrace  
Miami, FL 33186

Mrs. Carol Berry  
The Dohmen House  
134~~35~~<sup>35</sup> S.W. 96<sup>th</sup> Terrace  
Miami, FL 33186

Raymond Benkoczy, Esq.,  
The Coons House  
34 Garden Street  
Red Hook, New York 12571; and

Such other members as may be recorded and added by addendum hereto and duly reported to the Secretary of State of the State of Florida in such filings subsequent hereto as may be required by statute, rule or regulation of the State of Florida.

#### **ARTICLE V: INITIAL REGISTERED AGENT AND MAILING ADDRESS**

**Initial Registered Agent and Mailing Address:** The Initial Registered Agent shall be Mrs. Diane Stead of 825 NE 97<sup>th</sup> Street, Miami Shores, FL 33138.

Transformation International Corporation's **Mailing Address:** 825 N.E. 97<sup>th</sup> Street,  
Miami, FL 33138

## ARTICLE VI. INITIAL BOARD OF DIRECTORS.

**Article VI. Initial Board of Directors.** The Initial Board of Directors shall have 3 members whose names and addresses are listed as follows:

Mr. Mark Berry  
The Dohmen House  
13435 S.W. 96<sup>th</sup> Terrace  
Miami, FL 33186; and

Mrs. Carol Berry  
The Dohmen House  
13435 S.W. 96<sup>th</sup> Terrace  
Miami, FL 33186;

Raymond F. Benkoczy, Esq.  
The Coons House  
34 Garden Street  
Red Hook, NY 12571; and

*The number of Directors may increase or decrease, by amendment of the Bylaws, but in no case shall there be less than three directors of the Corporations formed by virtue of these Articles of Incorporation, at all times.*

## ARTICLE VII. OFFICERS.

**Article VII. Officers.** The Officers of the Corporation formed by virtue of these Articles of Incorporation shall consist of a President, Secretary, and Treasurer. Other Officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name of each Officer of the Corporation is listed as follows:

**Chairperson and President:** Mr. Mark Berry, The Dohmen House, 13435 S.W. 96<sup>th</sup> Terrace, Miami, FL 33186

**Vice President:** Raymond Benkoczy, Esq., The Coons House, 34 Garden Street, Red Hook, NY 12571

**Secretary and Treasurer:** Mrs. Carol Berry, 13435 S.W. 96<sup>th</sup> Terrace, Miami, FL 33186

ARTICLE VIII. INCORPORATORS.

Article VIII. Incorporators. The names and addresses of the Incorporators of this not-for-profit Corporation are:

Mr. Mark Berry  
13435 S.W. 96<sup>th</sup> Terrace  
Miami, FL 33186

Mrs. Carol Berry  
13435 S.W. 96<sup>th</sup> Terrace  
Miami, FL 33186

ARTICLE IX. NON-STOCK BASIS.

Article IX. Non-Stock Basis. The Corporation herein described is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue certificates of membership, if so provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 3<sup>rd</sup> day of October, 2005.

Mark Berry  
Mr. Mark Berry, Incorporator

Carol Berry  
Mrs. Carol Berry, Incorporator

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

Before me personally appeared Mr. Mark Berry and Mrs. Carol Berry, to me well known and known to me to be the person(s) described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he (and each of them) executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal upon this 3<sup>rd</sup> day of October, 2005.  
Diane B. Stead  
Notary Public, State of Florida at Large  
My Commission Expires: September 29, 2006  
(SEAL)

Diane B. Stead  
MY COMMISSION # DD145708 EXPIRES  
September 29, 2006  
BONDED THROUGH TROY FAIR INSURANCE, INC.

I accept designation as Initial Registered Agent: upon this 3<sup>rd</sup> day of October, 2005.

Diane B. Stead

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 SEP -5 PM 12:03