

NO 700001800

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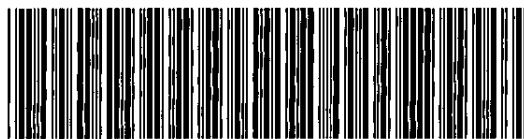
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 20, 2007

JULIE ROBISON
14661 HARRISON STREET
MIAMI, FL 33176

SUBJECT: PROJECT RESTORE, INC.
Ref. Number: W07000057008

We have received your document for PROJECT RESTORE, 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 document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected 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) 245-6955.

Suzanne Hawkes
Regulatory Specialist II
New Filing Section

Letter Number: 807A00066723

PROJECT RESTORE, INC.,
14661 HARRISON STREET
MIAMI, FL 33176
305-235-4416

November 1, 2007

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

SUBJECT: PROJECT RESTORE, INC.

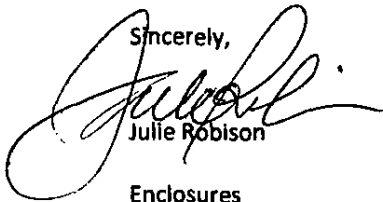
Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: \$87.50 for the Filing Fee, Certified Copy & Certificate of State.

Please forward these documents to:

Julie Robison
14661 Harrison Street
Miami, Florida 33176
305-235-4416 Home
305-491-0063 Cell

Should you have any questions or concerns, please feel free to contact me. I thank you for your assistance in this matter.

Sincerely,



Julie Robison

Enclosures

Batch
Work
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THE ARTICLES OF INCORPORATION OF PROJECT RESTORE, INC.

ARTICLE I NAME/REGISTERED OFFICE

The name of this corporation shall be: PROJECT RESTORE, INC..

ARTICLE II PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the corporation shall be 14661 Harrison Street, Miami, Florida 33176

ARTICLE III PURPOSE

This corporation is organized exclusively for Educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall commission the ex-offender to be productive members of their family, community, and society by providing them essentials skills for employability and social development, thus empowering them to obtain and maintain gainful employment and proper housing. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

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3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members!!], or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE V BOARD OF DIRECTORS

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VI OFFICERS

The officers of the corporation shall be a President, Vice President, Secretary and Treasurer and other such officers as may be provided in the bylaws. The corporation's officers are as follows:

Mrs. Judy Cobb – President
10653 SW 142nd Lane, Miami, FL 33176

Rev. Robert Brooks – Vice President
17821 SW 112th Place, Miami, FL

Mrs. Queen Armstrong – Secretary
14440 Tyler Street, Miami FL 33176

Mrs. Willie Mae Poole – Treasurer
14661 Harrison Street, Miami, FL 33176

ARTICLE VII DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE VIII
DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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.

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator are:

Julie Robison
14661 Harrison Street
Miami, Florida 33176

DATED: November 1, 2007



Julie Robison

Incorporator

CONSENT TO APPOINTMENT OF INCORPORATOR

I, Julie Robison, hereby consent to serve as incorporator, in the State of Florida, for PROJECT RESTORE, INC. I understand that as incorporator for the corporation, it will be my responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am incorporator.

DATED: November 1, 2007



Julie Robison

Incorporator

The name and address of the Registered Agent:

Julie Robison
14661 Harrison Street
Miami, Florida 33176

Date: December 3, 2007


Julie Robison

Registered Agent

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CONSENT TO APPOINTMENT OF REGISTERED AGENT

I, Julie Robison, hereby consent to serve as Registered Agent, in the State of Florida, for PROJECT RESTORE, INC. I understand that as Registered Agent for the corporation, it will be my responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or any changes in the address of the registered office of the corporation for which I am Registered Agent.

Dated: December 3, 2007


Julie Robison

Registered Agent