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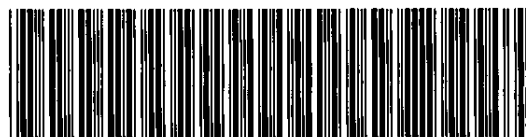
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE  
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2008 MAR 27 PM 1:49

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08 MAR 27 PM 1:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT:

*You Can Women, Inc.*

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

*Katina D. Amoah*  
Name (Printed or typed)

*191 Stevens Drive*  
Address

*Midway, FL 32343*  
City, State & Zip

*850-980-3638*  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**Articles of Incorporation**

**For**

**You Can Women, Inc.**

**FILED**

08 MAR 27 PM 1:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent and authorized to these articles of incorporation for You Can Women Inc., a non-profit Corporation under Chapter 617 of Florida Statutes.

**Article 1 – Name**

The name of this Corporation is You Can Women, Inc. (hereinafter "Corporation").

**Article 2 – Purpose of the Corporation**

This Corporation is organized exclusively for educational, charitable, religious and scientific purposes including for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code.

The specific and primary purpose for which this corporation is formed is to provide religious, charitable, educational and spiritual guidance to women from all walks of life through seminars, workshops, conferences, coaching and counseling services.

You Can Women, Inc., also exists to help women who are homeless, down and out and oppressed through financial assistance programs.

To bring women into a greater understanding on how to overcome their economic hardship in the United States and in other Countries.

To bring hope to an economically dying nation of people through providing leadership training, international mission trips and outreach services that will elevate the spiritual, personal and professional growth of women in the United States and other Countries.

Through our educational assistance program we will provide students with financial assistance in purchasing books, living expenses, giving scholarships and educational vouchers.

Through our abstinence program we will educate pre-teens, teens and adult women about the importance of waiting to have sex until they are married. The abstinence program will also teach about sexually transmitted diseases.

To provide newsletters, papers, magazines, pamphlets, books, tapes, compact disks, directories and other literary material.

To reach women around the world, of every ethnicity, educational background, financial or social status, etc., with an uncomplicated and practical message of hope, the gospel of Jesus Christ and the understanding of who they are and why they were created. In doing so, we believe that women will be equipped with essential tools to overcome opposition and fulfill their God-given purposes and to positively impact the community in which they live or work.

To offer our services to the parents in the community for family counseling support groups and for single parents, which will help them cope with the day to day problems they may be experiencing personally and with their children.

To provide premarital counseling and marriage counseling to couples who may be experiencing problems and providing marriage counseling services on how to create and maintain a successful marriage based on Biblical Principles.

To provide parents with nutritional counseling for their household, which will help them to better understand the importance of proper nutrition. To teach them how proper nutrition is important for the growth of their child/children and how it helps the development of the body and the mind.

To provide job and skills training to women in the United States and in other Countries.

To promote health awareness classes for women in the United States and other Countries. The health awareness classes will help women understand how their bodies are designed and the need for proper exercise and over all care.

To provide early intervention for women and children in Domestic Violence situations, which include: Physical abuse, sexual abuse, verbal abuse, emotional abuse or any other form of abuse in a relationship.

You Can Women International, Inc., desires to be a strong support system in our community and in other Countries, where women can come to us and receive help and support. You Can Women International, Inc., wants women to know that we are an organization that they can turn to when they are facing difficulties in their lives. You Can Women will work with other organizations by referring women to them when we cannot provide the services they need. Meeting the needs of the women in our community and abroad is our top priority. Our doors are always open for helping meet the needs of our community.

### **Article 3 – Prohibitions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, Board of Directors, 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 Article second hereof.

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 or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on

- (a) By a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporations contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **Article 4 – Capital Stock**

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

### **Article 5 – Qualification of Members and Manner of Their Admission**

The categories of membership, qualification for membership and the manner of admission shall be set forth in and regulated by the By Laws of the Corporation.

### **Article 6 – Voting Rights**

Members of the Corporation will have voting rights as provided in the By-Laws of the Corporation.

### **Article 7 – Limitation of Corporate Powers**

The corporate powers of this Corporation are as provided in section 617.0302, Florida Statues.

### **Article 8 – Term of Existence**

The Corporation shall have perpetual existence.

## **Article 9 – Manner of Election of Directors**

Directors shall be elected at the discretion of the President of You Can Women only. The President/CEO term of office is perpetual, as further described by the By Laws.

## **Article 10 – Officers**

The Officers of the Corporation shall consist of the following positions.

- President/CEO
- Vice President
- Secretary
- Treasurer
- Auditor
- Legal Counsel/Advisor

## **Article 11- The Names of the Officers who are to serve until the first Election under the Articles of Incorporation**

The name of the individuals who are to serve as officers until the first election under the Articles of Incorporation are as follows:

- President/CEO: Katina D. Amoah
- Vice President: Edward K. Amoah
- Secretary: Anastasia Freeman
- Treasurer: Edward K. Amoah

## **Article 12 – Board of Trustees/ Directors**

This Corporation shall have no less than three Trustees/Directors and the number Trustees/Directors may be increased as provided by the By-Laws, but never decrease to a number less than three Trustees/Directors. The names and addresses of the persons who are to serve as members of the Board of Directors until the first election under the Articles of Incorporation are as follows:

- President/CEO: Katina D. Amoah, 191 Stevens Drive – Midway, FL 32343
- Vice President: Edward K. Amoah, 191 Stevens Drive – Midway, FL 32343
- Secretary: Anastasia Freeman, 5850 Hillandale Drive Apt. #1443 – Lithonia. GA 30058
- Treasurer: Edward K. Amoah, 191 Stevens Drive – Midway, FL 32343

## **Article 13 – Liabilities for Debts**

Neither the members nor the members of the Board of Trustees/Directors or Officers of the Corporation shall be liable for the debts of the Corporation.

## **Article 14 – Indemnification**

The Corporation shall indemnify a Director/Trustee or Officer of the Corporation who was wholly successful on the merits or otherwise in the defense of any. Proceeding to which the Director or Officer was a party because the Director/ Trustee or officer is or was a Director/Trustee or Officer of the Corporation against reasonable attorney fees and expenses incurred by the Director or Office in connection with the proceeding, the Corporation may indemnify an individual made a party to a proceeding because the individual is or was a Director, Trustee, Officer, Employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent as the case may be, is permissible in the circumstances because the director, trustee, officer, employee or agent has met the standard of conduct set forth by the Board of directors. The indemnification and advancement of attorney fees and expenses for directors, trustees, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, trustee, officer, employee or agent of the Corporation, as the case may be as a director, officer, partner, trustee, employee, or agent of another foreign or Domestic Corporation, Partnership, joint venture, trusts, employee benefit plan or other enterprise whether or not for profit as well as in their official capacity with the Corporation. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, trustee, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All References in these Articles of Incorporation are deemed to include any amendment or successor there to. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a trustee, director, officer, employee or agent of the Corporation or the ability of the corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "trustee", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representative of such person.

## **Article 15 – Amendment to the Articles of Incorporation**

Except for Article 9 of these Articles of Incorporation the Corporation may be amended, modified or restated as proposed by the President/CEO only.

## **Article 16 – Amendment of By-Laws**

This Corporation shall have the right and power to enact By-Laws not repugnant to this chapter and the further right and power to alter or amend these By-Laws by the President/CEO only.

### **Article 17 – Principal Office**

The address of the principal office of this Corporation is 191 Stevens Drive, Midway, Florida 32343. The mailing address is the same.

### **Article 18 – Registered Office and Registered Agent**

The initial address of the registered office of this Corporation is located at 191 Stevens Drive, Midway, Florida 32343. The name and address of the registered agent of this Corporation is Katina D. Amoah, Midway, Florida 32343.

### **Article 19 – Incorporator**

The name and street address of the Incorporator for these Articles of Incorporation of this Corporation is Katina D. Amoah, whose address shall be the same as the principal office of the Corporation.

### **Article 20 – Dissolution**

Should this Corporation be dissolved, other than incident to merger or consolidation, the Officers and Board of Directors ("Board") shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the remaining assets of the Corporation, to such organization(s) organized and operated exclusively for charitable, educational religious or scientific purposes, and shall at that time qualify as an exempt organization(s) under Section 501 (c)(3) of the Internal Revenue Code. The assets of the Corporation shall be dedicated, granted, conveyed and assigned to any non profit public or private agency, Corporation, association, trust or similar organization devoted to and used for purposes similar to those for which this Corporation was created. Any of such assets, not so disposed of, shall be disposed by the court having proper jurisdiction in the county where 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 Witness Whereof, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, of this Corporation, have executed these Articles of Incorporation this 27th day of March 2008.



**Signature of Incorporator:**

K. Amoah  
Katina D. Amoah

3-27-08  
Date

**Acceptance of Registered Agent Designated In  
Articles Of Incorporation**

Katina D. Amoah, having a business office the same registered office of You Can Women, Inc., the Corporation name above is the Registered Agent in the above and foregoing Articles Of Incorporation, is familiar with and Accepts the obligation of the position of Registered Agent under Section 617.0501, Florida Statutes.

K. Amoah  
Katina D. Amoah

**FILED**  
08 MAR 27 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA