

NO8000007478

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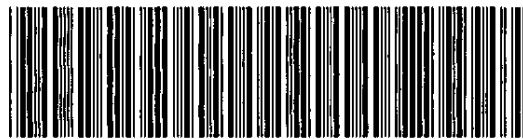
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2008 SEP 15 AM 11:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

TB

9/18/08

**COVER LETTER**

**TO:** Amendment Section

Division of Corporations

**NAME OF CORPORATION:** Mending Wings Inc

**DOCUMENT NUMBER:** N08000007478

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

LaTonya Sherman, MPA, CMHP

Mending Wings Inc

1138 Vizcaya Lake Rd Apt 104

Ocoee, FL 34761

For further information concerning this matter, please call:

LaTonya Sherman at (404) 441-2379

Enclosed is a check for the following amount:

\$43.75 Filing Fee

Articles of Amendment  
to  
Articles of Incorporation  
of

Mending Wings Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N08000007478

(Document number of corporation (if known))

FILED  
2008 SEP 15 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

**Mending Wings Inc.**

**ARTICLES OF INCORPORATION**

In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I: NAME**

The name of the corporation shall be: Mending Wings Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The principal mailing address is: 1138 Vizcaya Lake Rd, apt. 104, Ocoee, FL 34761

**ARTICLE III: PURPOSE**

The purpose for which the corporation is organized is: Healing youth, young adult, and persons with disabilities' brokenness by providing a protected, stable, and healthy environment that empowers clients to soar to boundless heights and embrace infinite possibilities.

**ARTICLE IV: MANNER OF ELECTION**

The officers of the corporation shall be a Chair, a Vice Chair, secretary, and such other officers as the board may determine, and the officers shall be elected by affirmative vote of a majority of the board present at a duly held meeting. Directors shall serve terms fixed by the board of directors. There shall be staggered terms of office for directors so that one third of the directorships shall be up for election each year (or if the number of directorship does not evenly divide by thirds, the board is divided as close to thirds as possible). Board members shall serve until their successors are chosen

Periodic rotation of Board Member into different office is permitted. Rotation can be approved by a majority vote from Board of Directors.

**Officers**

The elected/and or appointed officers are responsible for inspecting facilities, programs, and serve on interview panel during hiring process. In addition to review matters that affect the service delivery system of children in care then make appropriate recommendations, and corrective actions. The governing board is empowered with the

responsibilities of establishing and reviewing all administrative, personnel, and program policies & procedures, as well as ensuring agency complies with policies & procedures during daily operational practices. In addition to being available during facility inspection by the department, funding source, and/or any other agencies mandated to inspect facility. The Board of Directors is also responsible for monitoring the Executive Director's performance and completing annual evaluation. The directors are also responsible for monitoring Mending Wings' annual operational budget and all fiscal affairs. Approve annual budget: anticipated income and expenditures necessary to provide the service described in Mending Wings statement of purpose. Finally designated board members will be responsible for completing quarterly audits and present detailed report during board meetings.

#### *Chairperson*

The Chairperson is responsible for general management and oversight for Mending Wings Inc. The Chairperson is also responsible for facilitating general board meeting, preparing agenda, and exercise control in accordance with Roberts Rules of Order. Also establish and monitor any needed subcommittees to remain in accordance with Mending Wings' vision, mission, and statement of purpose.

#### *Vice Chairperson*

The Vice Chairperson fulfills the duties of the Chairperson during his or her absence inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the board. The Vice Chairperson can be appointed by the board of directors to oversee special projects as deemed necessary.

#### *Secretary*

The Secretary will keep, type, and maintain quarterly meeting minutes during general meetings. E-mail a copy of previous minutes and meeting agenda at least a week prior to quarterly meeting to Board of Directors. Maintain updated copy of membership list which includes: names, address, and terms of membership of each member. In addition to ensuring list is distributed to all board members. Secretary will be the custodian of the corporate records, will give all notices as are required by law or bylaws, and generally, will perform all duties incident to the office of Secretary and such other duties as may be required by law, by these Articles of Incorporation or bylaws.

#### **Article V: The name and Florida street address of Directors**

1. Johnny Little, Chairperson  
1138 Vizcaya Lake Rd apt 104,  
Ocoee, FL 34761
2. Monica McLendan, Vice Chairperson  
1138 Vizcaya Lake Rd apt 104,  
Ocoee, FL 34761
3. Jeanette Daniel  
1138 Vizcaya Lake Rd apt 104,

Ocoee, FL 34761

**Article VI: The name and Florida street address Registered Agent**

Ms. LaTonya Sherman, MPA, CMHP  
Executive Director of Mending Wings Inc.  
1138 Vizcaya Lake Rd apt 104  
Ocoee, FL 34761

**Article VII: The name and address of the Incorporator**

Ms. LaTonya Sherman, MPA, CMHP,  
Executive Director of Mending Wings Inc.  
1138 Vizcaya Lake Rd apt 104  
Ocoee, FL 34761

**Article VIII: DISSOLUTION**

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located upon petition thereof by the Attorney General or by any person concerned in the liquidation.

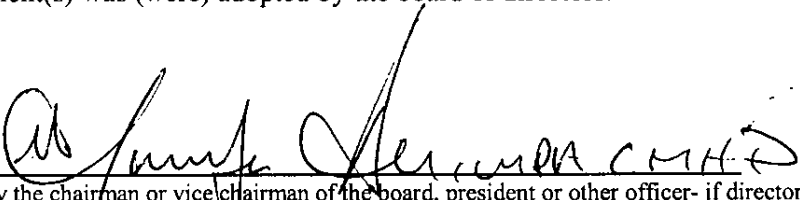
The date of adoption of the amendment(s) was: 8/09/08

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature

  
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Latonya Sherman, vpa. cmttd  
(Typed or printed name of person signing)

Executive Director  
(Title of person signing)

FILING FEE: \$35