

ND80000007478

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 MAR 25 AM 10:38

Amend/CC  
10 3/24/09

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Mending Wings Inc.

**DOCUMENT NUMBER:** NO8000007478

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

Please return all correspondence concerning this matter to the following:

LaTonya Sherman  
(Name of Contact Person)

Mending Wings Inc.  
(Firm/Company)

1138 Vizcaya Lake Rd apt 104  
(Address)

Ocoee, FL 34761  
(City/ State and Zip Code)

For further information concerning this matter, please call:

LaTonya Sherman at ( 404 ) 441-2379  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 18, 2009

LATONYA SHERMAN  
MENDING WINGS INC.  
1138 VIZCAYA LAKE RD - APT 104  
OCOE, FL 34761

SUBJECT: MENDING WINGS INC.  
Ref. Number: N08000007478

We have received your document for MENDING WINGS INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Correction must be filed within 30 days of the file date of the document that is being corrected. As the time period for filing Articles of Correction has expired, an amendment to the articles of incorporation could be filed at this time.

The date of adoption of each amendment must be included in the document.

The manner of adoption should be included within the amendment.

We are enclosing the proper form(s) with instructions for your convenience.

Please return 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) 245-6964.

Irene Albritton  
Regulatory Specialist II

Letter Number: 609A00009224

Articles of Amendment  
to  
Articles of Incorporation  
of

Mending Wings Inc.

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

NO80000007478

(Document Number of Corporation (if known))

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:

**A. If amending name, enter the new name of the corporation:**

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

, Florida

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
Signature of New Registered Agent, if changing

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09 MAR 25 AM 10:38  
DIVISION OF CORPORATIONS

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	

**E. If amending or adding additional Articles, enter change(s) here:**

*(attach additional sheets, if necessary). (Be specific)*

The amendment to Mending Wings Inc. Articles of incorporation is the inclusion of the Executive Director as part of the governing body. A copy of revised Articles have been included for your convenience.

**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)

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**

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: Said organization is organized exclusively for charitable and educational purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c ) (3) of the Internal Revenue Code, or corresponding section any future federal tax code.

**Article IV: MANNER OF ELECTION**

The elected and/or appointed officers shall be a Chair, Vice Chair, Secretary, Executive Director, and such other officers as the board may determine. The Chair, Vice Chair and Secretary shall be elected by affirmative vote of a majority of the board present at a duly held meeting. The Executive Director shall be appointed by affirmative vote of a majority of the board present at a duly held meeting. Officers shall serve terms fixed by the board of directors. There shall be staggered terms of office for directors so that least 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 the Board of Directors.

**Officers**

The elected and/or appointed officers are be responsible for inspecting facilities, programs, and serve on a interview panel during hiring process. In addition to review

matters that affect the service delivery system of served clients by making appropriate recommendations, and corrective actions. The governing board is empowered with the responsibilities of establishing, reviewing: administrative, personnel, and program policies & procedures as well as ensuring compliance during agency's daily operational practices. Additionally, Directors are to be available during facility inspections by governmental regulatory agencies, funding source(s), and/or other agencies mandated to provide inspections. The Board of Directors is also responsible for monitoring the Executive Director's performance and completion of annual performance evaluation. The Directors are also responsible for monitoring annual operational budget and all fiscal affairs. Board of Directors will also approve annual budget anticipated income and expenditures necessary to provide the service described in Mending Wings Inc. statement of purpose. Finally designated board members will be responsible for completing quarterly audit 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 shall exercise control in accordance with Roberts Rules of Order. Also establish and monitor any needed subcommittees to remain in accordance with Mending Wings' Inc. 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 an updated copy of director membership list which includes: names, address, and terms of membership of each member. The 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 duties as may be required by law, by these Articles of Incorporations or bylaws.

#### *Executive Director*

The Executive Director will be responsible for providing oversight to community-based services and each residential facility. Ensuring agency's vision, mission, and strategic plan is effectively implemented during daily agency operations.

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

1. Mr. Johnny Little, Chairperson  
1138 Vizcaya Lake Rd apt 104,

Ocoee, FL 34761

2. Mrs. Monica McLendan, Vice Chairperson  
1138 Vizcaya Lake Rd apt 104,  
Ocoee, FL 34761
3. Mrs. Jeanette Daniel, Secretary  
1138 Vizcaya Lake Rd apt 104,  
Ocoee, FL 34761
4. Ms. LaTonya Sherman, Executive Director  
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 each amendment(s) adoption: 3/11/09

Effective date if applicable: 3/11/09  
(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(s) was/were sufficient for approval.

☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 3/11/09

Signature [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  
(Typed or printed name of person signing)

Executive Director  
(Title of person signing)