

11/08 31 GRAHAM BUILDER 11/08 01/008
of corporations
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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Common Threads, Inc.

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November 13, 2008

FLORIDA DEPARTMENT OF STATE

GRAHAM CLARK JONES BUILDER, ET AL Division of Corporations

SUBJECT: COMMON THREADS, INC.
REF: W08000051622

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

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

The document number of the name conflict is F08000004850.

An effective date may be added to the Articles of Incorporation if a 2009 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.

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Ruby Dunlap
Regulatory Specialist II
New Filing Section

FAX Aud. #: H08000254007
Letter Number: 408A00057105

**ARTICLES OF INCORPORATION OF
COMMON THREADS SOCIETY, INC.**
A Florida "Not for Profit" Corporation

The undersigned Incorporator(s), (a) natural person(s) 18 years of age or older, in order to form a corporate entity under Florida Statutes, Chapter 617, adopts the following Articles of Incorporation:

NAME OF CORPORATION

The name of the corporation shall be **COMMON THREADS SOCIETY, INC.**

PRINCIPAL OFFICE

The principal office of the corporation is located at 641 Columbia Drive, Winter Park, Florida 32789.

DURATION/MEMBERSHIP

The period of duration is perpetual. The qualification for members, if any and the manner of their admission shall be regulated by the Bylaws.

INCORPORATORS

The name and address of the incorporator is James R. Pratt, 369 N. New York Avenue, Winter Park, Florida, 32789.

CORPORATE PURPOSES

The purposes for which this corporation is formed are exclusively charitable, cultural, and educational, and consist of the following:

1. Unite women of faith to exert their efforts and assert their influence to promote traditional values, and to strengthen families and community, by organizing and funding educational programs, wholesome activities, service to the poor and needy, efforts to strengthen the traditional family, and other opportunities for service to communities, families, and individuals.
2. To aid, support, and assist by gifts, contributions, or otherwise, other non-profit and community grass-roots organizations and foundations, organized and operated exclusively for charitable, educational, and cultural purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
3. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit or dividends to its founders, officers, members, directors,

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or other participants except as reasonable compensation for services carried out in the Corporation's charitable and educational purposes.

4. To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(4) of the Internal Revenue Code and are consistent with those powers described in the Florida Not For Profit Corporation Act, Fla. Stat., 617.01011, as amended and supplemented.
5. To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity in furtherance of, incidental to, or connected with any of the other purposes.
6. To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.

PROHIBITED ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, 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 above. The corporation shall be organized and operated exclusively for the promotion of social welfare and not for profit. Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

LIMITATIONS

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein;
- B. The activities of the corporation shall be to engage in political activity providing education and environmental policy and shall be subject to IRS Code 527 taxation for such activities as authorized under the Internal Revenue Code of 1954, as amended; and
- C. The corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under 501(c)(4) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

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DIRECTORS

- A. The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors shall initially be THREE (3); provided, however, that the number of Directors may be changed by a bylaw duly adopted pursuant to the Bylaws of this Corporation. The number of Directors shall be no less than three (3), nor more than seven (7). Notwithstanding any provision of the Bylaws to the contrary, any action to increase or decrease the number of Directors shall be by unanimous vote of the then serving Directors.
- B. The Directors shall be elected or appointed in the manner prescribed by the Bylaws of this Corporation. Further, the qualifications required of each Director shall also be prescribed by the Bylaws.
- C. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the Board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the Board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting.
- D. The names and addresses of the persons who are to serve as the initial Directors are:

<u>Name</u>	<u>Address</u>
DONNA PARKER	641 Columbia Drive Winter Park, Florida 32789
DEBRA PRATT	1550 Elm Avenue Winter Park, Florida 32789
ELIZABETH C. RAHTER	6328 Edge O Grove Circle Orlando, Florida 32819

PROTECTION OF DIRECTORS

- A. The Directors shall not be personally liable for any obligations of the Corporation of any nature whatsoever; nor shall any of the property of any Director be subject to the payment of the obligations of the Corporation to any extent whatsoever.
- B. Each Director, in consideration of his or her services, shall be indemnified, whether then in office or not, for the reasonable costs and expenses incurred by him or her in connection with the defense of, or advice concerning, any claim asserted or proceeding brought against the person by reason of his or her being or having been a Director of the Corporation, or by

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reason of any act or omission to act or omission to act as such Director, provided that he or she shall not have been derelict in the performance of his or her duty as to the matters or matter in respect of which the claim is asserted or proceeding brought. The foregoing right of indemnification shall not be exclusive of any other rights or protections to which any Director may be entitled as a matter of law.

REGISTERED AGENT

The name and address of the initial Registered Agent are as follows: James R. Pratt, Esquire, Graham, Builder, Jones, Pratt & Marks, LLP, 369 N. New York Avenue, third floor, Winter Park, Florida 32789.

BYLAWS

Bylaws for this Corporation will be adopted hereafter by the Board of Directors. The Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, by the affirmative vote of a majority of the Directors, after no less than fifteen (15) days' prior written notice to all Directors.

CAPITAL STOCK AND SHARES OF STOCK

The Corporation shall have no capital stock, and no shares of stock in the Corporation shall be issued. The Corporation does not contemplate the carrying on of a business trade, a vocation or profession for profit except in an incidental manner as provided by law, or the making or distributing of any pecuniary gains or profits to its members.

DISTRIBUTIONS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by distributing, transferring or conveying such assets to such organization or organizations organized and operated for substantially the same purposes as this corporation or exclusively for educational, religious, or other charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of a majority of the Directors, after no less than fifteen (15) days' prior written notice to all Directors.

REGISTERED AGENT AND REGISTERED OFFICE

As set forth in the registered agent's written acceptance of his appointment, which is delivered to the Department of State together with these Articles, the registered agent shall be James R. Pratt,

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Esquire and the registered office address this registered agent shall occupy is located at 369 North New York Ave., 3rd Floor, Winter Park, Florida 32789.

EFFECTIVE DATE

The date of corporate existence shall be the date of the acknowledgment of these Articles provided they are filed with the Department of State within five (5) days of the date of acknowledgement, exclusive of legal holidays, and if not so filed, then the date of corporate existence shall be the date that is five (5) days prior to such filing.

[Signatures on following page]

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These Articles of Incorporation are hereby executed by the Incorporator on this 19 day of December, 2008.

Incorporator:

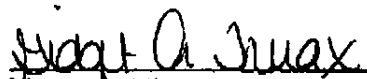

Print Name: JAMES R. PRATT

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in the County of Orange, to take acknowledgments, personally appeared JAMES R. PRATT, who is either personally known to me or who produced a valid Florida Driver's License, executed the foregoing instrument as incorporator (or the agent of the incorporator) and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State of Florida this 19 day of December, 2008.




Notary Public State of Florida
My Commission expires: _____

ACCEPTANCE OF REGISTERED AGENT:

Having been named as registered agent to accept service of process for the Corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT:


Print Name: JAMES R. PRATT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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