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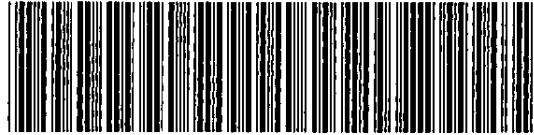
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 JUL -1 P 4: 06

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68-2-1  
WCC

## COVER LETTER

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

SUBJECT: A PLACE FOR CHANGE EMPOWERMENT, 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: Edoris Cromartie, Jr  
Name (Printed or typed)

8362 Pines Boulevard, Ste-202  
Address

Pembroke Pines, Florida 33024  
City, State & Zip

786-486-2301  
Daytime Telephone number

ecroma61@yahoo.com  
E-mail address: (to be used for future annual report notification)

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

FILED  
2009 JUL - 1 P 4: 06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
A PLACE FOR CHANGE EMPOWERMENT, INC.  
A FLORIDA CORPORATION NOT-FOR-PROFIT**

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Pursuant to the provision of section 617.0202, Florida Statutes, the undersign Florida nonprofit corporation adopts the following articles of incorporation.

**ARTICLE I**

The name of the corporation shall be **A PLACE FOR CHANGE EMPOWERMENT, INC.**, (The "Corporation"). Said corporation is organized exclusively for charitable and educational purposes including for such purposes the making of distributions to organizations under section 501(c)(3) of the internal Revenue Code (or the corresponding section of any future Federal tax code).

**ARTICLE II**

The street address of the initial principal office of the corporation shall be 8362 Pines Boulevard, Ste-202 Pembroke Pines, Florida 33024.

**ARTICLE III**

The purpose for which the corporation is organized is because of the concern for the social ills that plague our community, such as poverty, unemployment, broken homes, family maladjustments, developmental disabled, homeless veterans, anti-social behavior, physical, mental and emotional handicaps, racial tensions, inadequate housing, child abuse and neglect, economic under-development and crime, our goal is to promote a drug-free and safe community by rehabilitating individuals to become responsible citizens through the provision of specialized ministries to the needy, i.e., the homeless, homeless with AIDS, substance abusers, dually-diagnosed, victims of domestic violence, and ex-offenders, regardless of race, sex, religion, and shelter, on-

the job training and referrals, treatment referrals, recovery sponsorships, self-help AA/NA groups, and mentoring in a spiritual, holistic, and transitional living setting for charitable and educational purposes under IRS Code 501 (c)(3) guidelines.

The Corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or the United States for which corporations not-for-profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented.

## **ARTICLE IV**

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 corresponding The corporation is organized exclusively for charitable and educational purposes, section of any future federal tax code.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, offices 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 section 501(c)(3) purposes.

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) and political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 170 (c) (2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances), paid to or provided to the Corporation's employees, directors, or offices will not exceed a value which is

reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

## **ARTICLE V**

The succeeding officers and directors of the corporation shall be elected in accordance with the terms and conditions set forth in the bylaws for the corporation.

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented. 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 corresponding section of any future Federal tax code) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

## **ARTICLE VI**

The initial directors and officers shall be as hereinafter designated:

Edoris Cromartie, Jr  
8362 Pines Boulevard, Ste-202  
Pembroke Pines, Florida 33024

President and  
Director

Aleloise H. Cromartie  
8362 Pines Boulevard, Ste-202  
Pembroke Pines, Florida 33024

Vice President and  
Director

Shinika C. Burth  
387 Grenier Terrace  
Lawrenceville, Georgia 30045

Treasurer and  
Secretary

## **ARTICLE VII**

The corporation shall be perpetual. Upon dissolution of this non-profit corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed and turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code, or the corresponding sections of any future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose. Any such asset not disposed of shall be disposed of by the local county court in which the principal office of this Corporation is located, exclusively for such purposes or to such organized and operated exclusively for such purposes.

## **ARTICLE VIII**

The street address of the initial registered office of the Corporation is 8362 Pines Boulevard, Ste- 202, Pembroke Pines, Florida 33024, and the registered agent of the Corporation at that address is Aleloise H. Cromartie.

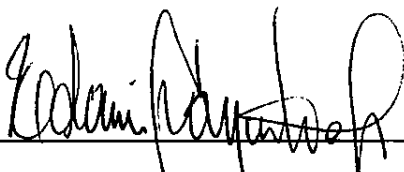
## **ARTICLE IX**

The name and address of the incorporator for the Corporation is Eddoris Cromartie, Jr., 8362 Pines Boulevard, Ste-202, Pembroke Pines, Florida 33024

## **ARTICLE X**

The mailing address of the Corporation is 8362 Pines Boulevard, Ste-202, Pembroke Pines, Florida 33024.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12<sup>th</sup> day of June, 2009.

A handwritten signature in black ink, appearing to read "Eddoris Cromartie, Jr.", is written over a horizontal line.

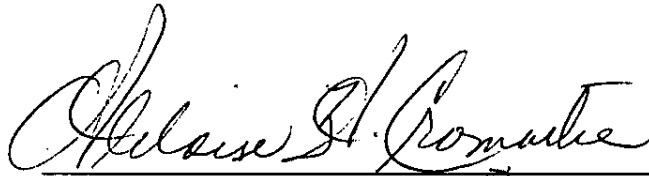
Eddoris Cromartie, Jr., Incorporator

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE**

PURSUANT TO FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT INDESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is A PLACE FOR CHANGE EMPOWERMENT, INC.
2. The name and address of the registered agent is: Aleloise H. Cromartie, 8362 Pines Boulevard, Ste-202, Pembroke Pines, Florida 33024.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.



Aleloise H. Cromartie, Registered Agent

**FILED**  
JUL - 1 P 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA