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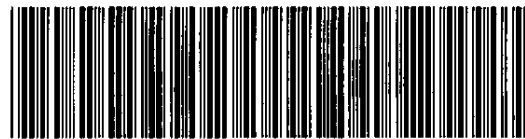
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2010 JUN 21 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## COVER LETTER

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

**SUBJECT:** ARMS OF LOVE COMMUNITY SERVICES, 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: NATASHA BEAUBRUN  
Name (Printed or typed)

13993 SW 280 TERRACE.  
Address

HOMESTEAD, FLORIDA 33030  
City, State & Zip

786-339-0076  
Daytime Telephone number

armsoflove60@yahoo.com  
E-mail address: (to be used for future annual report notification)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

# ARTICLES OF INCORPORATION

For  
Not-For-Profit

**ARMS OF LOVE COMMUNITY SERVICES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## Article I Name

The name of this corporation shall be called **Arms of Love Community Services, Inc.** The Organization hereinafter referred to as a non-profit corporation as such under the law within the meaning of 501(c) 3 of the Internal Revenue Code of 1986.

## Article II Principle Office

This corporation will be located at: **13993 SW 280 Terrance, Homestead, Florida, and Miami-Dade County, Florida 33030, in the United States of America.** The Board of Directors may change the location of the principle office. Any such changes of location must be noted by the secretary on these articles of incorporation.

## Article III Duration

The duration of the organization's existence shall be perpetual.

## Article IV Mission Statement

This organization was founded for the purpose of enhancing opportunities to assist youth, families, immigrants, elderly and our communities overall to overcome the challenges they are facing daily.

## Article V Purpose

This corporation is a nonprofit organization and is not organized for the private gain of any person. It is organized under the nonprofit Benefit Corporation Law for charitable purposes. Therefore, all funds, whether

income or principle, and whether acquired any gift or contribution or otherwise, shall be devoted to said purposes. This organization main purpose is to service the people within the community by providing, tutoring, preparing youth for employment, abstinence programs, health and fitness awareness, sports and recreation, youth and family counseling, cultural development, emergency assistance, legal aide, food and pantry distribution, and adult basic education programs. This organization will work to help low-income immigrants families by assisting them with filling out forms and organizing their documents to submit to Homeland Security Office.

We will host Conferences and Workshops to educate youth and families on issues such as, Health-nutrition and fitness, Substance, Sexual and physical abuse, pre-pressure, Family finances and building our community by encouraging families, leader and school to link together to make a difference in the lives of our youths and families.

## **Article VI Corporation Structures**

The corporation is organized exclusively for charitable and educational purposes, including such purposes within the meaning of Section 501©3 of the Internal Revenue Code of 1986 as now enacted or hereafter corresponding provision of any future United States Internal Revenue law.

## **Article VII By-laws**

This organization shall be governed in accordance with the By-laws adopted by the Board Members of the organization, and as those By-Laws are amended from time to time by the Members. These By-Laws shall be the internal rules that preside over the day-to-day operations of the corporation, such as when and where the corporation will hold directors' and committees' meetings and what the members' and directors' voting requirements shall be. In addition, the By-Laws shall set forth all of the rights and duties of Members and Officers, the financial procedures for the organization, and any requirements regarding meetings, books, records, etc... as may be appropriate in the conduct of the affairs of the organization.

These By-Laws can be and shall only be adopted by the corporation's directors. The By-Laws shall be provided to the Officers who will manage the organization.

The Board Members may pass resolutions not related to endorsements with a vote of two-thirds (2/3rds) of those present and voting at any meeting.

A process to consider the endorsement of the candidates who pass the resolution must be approved prior to any suggestion of endorsements. If the discussion of an endorsement process is held in the meeting agenda, such process must be approved by at least two thirds (2/3rds) of those present and voting at any meeting. If the discussion of an endorsement process is brought up from the floor as New Business, such process must be approved by at least two-thirds (2/3rds) of those present and voting at any meeting. Under no circumstances may the board of directors consider the endorsement of a member whose objective is to seek self gains.

The Board Members may suspend specific portions of the By-Laws for purpose of emergency business by a vote of two-thirds (2/3rds) of the membership present at a meeting, unless the item to be suspended calls for a higher qualification. In such case, the percent specified in that portion of the By-Laws shall be required to suspend that text. The motion to suspend shall call out the particular section of the By-Laws proposed to be suspended.

Changes to the constitution and By-Laws not specifically referenced elsewhere must be noticed to the membership at least 72 hours before the vote in question, and must be approved by a majority vote the organization, or two-thirds (2/3rds) of its officers.

In the event that any provision of the By-Laws shall conflict with any provision of these stet Articles of Incorporations, the provision of this Constitution shall control.

#### **Article VIII      EXEMPTION REQUIREMENTS and LIMATION**

At all times the following shall operate as conditions restricting the operations and activities:

This organization will be operated exclusively for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including for such purpose, the making of distributions to organization that qualify as exempt organization under

Section 501 (c) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to propose purposes.

Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

No part of the net earning of this organization shall inure to any member of the corporation not qualifying as exempt under Section 501(c) (3) of the Internal Revenue Code or of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private corporation persons, excepting solely such reasonable compensation that the shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation.

No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statement) on behalf of any candidate for public office.

This organization shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board Members], or guarantee to any person the payment of by an director of this corporation.

## **Article IX            DEBT OBLIATIONS AND PERSONAL LIABILITY**

No members, officers or Directors of this corporation shall be personally liable for the debts or obligations of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

## **Article X**

## **COMMITTEES**

Special committees and task forces may be established at the discretion of the President as necessary. The Committees shall actively increase the number of activities and the corporation's involvement in the committees. It shall review new ideas and tactics for future project, and determine and advise the Executive Board concerning minor community issues needed to be addressed. The committees, which shall consist of the immediate or past officers and communities' valued leaders, such as public relations individuals, peer education specialists, trustees of education and data collectors, shall also be a mixture of communities' student, adults, elderly youth-and-families and immigrants. There shall be four standing committees-Executive, Community, Personnel and finance Communities. The Board's Chair shall appoint all committee's chairs. Committee chairs must be members of the Board. The fashion of establishing committees will be as provided in the By-Laws.

## **Article XI    MANAGEMENT OF CORPORATE AFFAIRS**

The power of this corporation shall be exercised and governed, its properties controlled, and its affairs conducted by the Board of Directors in accordance with the adopted By-Laws of the organization, and as those By-Laws are amended from time to time by the members. The Board Officers will manage the organization's right and duties which the By-Laws shall set forth. The Board of Directors shall consist of a president and at least one Vice-president, one secretary and a treasurer at all time. The nine Board of Directors named in Article XII shall hold office for five years. Prior to the last meeting before the 5<sup>th</sup> year's anniversary of the corporation, an election of Directors shall take place, according to provisions of the By-Laws of the corporation.

The Board Member of the corporation shall elect the following officers: Chair, Vice-Chair, Secretary, and treasurer, and such other officers as the By-Laws of this corporation may authorize Members to elect from time to time. Such officers shall be initially elected, prior to the last fifth year's annual meeting of members to take place after incorporation, in an election held according to the provisions of the By-Laws of the corporation.

## **Article XII Manner In Which Board Members Will Be Elected**

The Board of Directors to be chosen for the ensuing year shall be chosen at the annual meeting of the organization in the same manner and style as the board officers of this organization. Directors elected in the first election, and at all times thereafter, shall serve for a term of three years; except that the By-laws may provide for a different term of office for some of the Directors elected in the first election following incorporation, in order to introduce a system of staggered terms of Directors.

The number of Directors of the corporation shall be no less than three (3) and/or no more than (21); provided, however, that such numbers may be changed by a bylaw duly adopted by the Board Members.

The members in whom the Directors are elected are as follows: to be eligible for appointment to the Board of Directors, an individual must be over eighteen (18) years of age. The methods of election are as set forth in the By-Laws of this corporation. The Directors shall have powers to oversee projects of this corporation's communities. Candidates will submit resume and will be interviewed by the Executive Director. After the interview, the candidate's information will be review by the Board of Directors. A majority of votes, from the members present, is required for a nominee to be elected as director. The Board Members shall elect the Directors accordingly to the individuals' characters, ability to perform the organization's jobs, loyalty, legal background, involvement in community, credibility in the community actions, availability to work for the corporation.

A Director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.



## **Article XIV      Article of Meeting**

The corporation shall hold regularly meetings in the third of January, April, July and October on the days which the Board of Directors may determine from time to time. Notice of meeting shall be given by mail or/and e-mail, not less than 7 days before the meeting shall be held.

There shall be an annual meeting of the members, meeting will be held on the second week of January at the time and place which the directors will decide. Notice of meeting shall be given by mail or/and e-mail, not less than 7 days before the meeting shall be held.

Special meetings may be called by the Chairperson, the Executive Committee, or a Board of Director.

## **Article XVI      Board of Directors**

Natasha Beaubrun	Founder / President / CEO
Lesia Harris	Secretary / Treasurer
Fito Jean	Director
Dana Dixon	Director
Jonathan Mends	Advisor

## **Article XVII      Officer and Address**

*Names and address of the appointed persons to act as the initial Directors of this corporation are:*

*Natasha Beaubrun – 13993 SW 280 Terrace. Homestead, Florida 33030*

*Lesia Harris – P.O. Box 344512 Homestead, Florida 33034*

*Fito Jean – 13993 SW 280 Terrace. Homestead, Florida 33030*

*Dana Dixon – P.O. Box 344512 Homestead, Florida 33034*

*Jonathan Mends – 1201 NE 40<sup>th</sup> Road, Homestead, Florida 33030*

## **Article XVIII      Dissolution and Amendments**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payments of all debts, obligations, liabilities, costs, and expenses of the corporation, for one or more exempt purpose within the meaning of section 501c3 of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Court Jurisdiction of the county in which the principal office of the corporation is then located exclusively for such purpose or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

This organization reserves the right to amend, alter, change, or repeal any provision contained in this Article of Corporation by the affirmative vote of a majority of the Directors present at a meeting of the Board of Directors.

## **Article XIX      Effective Date**

IN WITNESS WHEREOF, the undersigned have chosen this 19<sup>th</sup> of the month of June, 2010 as the following day which these articles should be effective and signed.

## **Article XX      Agent**

Registered Agent having been named to accept service of process for this organization at the place designated in this certificate, we the undersigned are familiar with and accept the obligations of that position are registered agents and agree to act in this capacity.

**Natasha Beaubrun**  
13993 SW 280 Terrace, Homestead, Florida 33030

  
\_\_\_\_\_  
Natasha Beaubrun

2010 JUN 21 PM 2:39  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
6-9-2010  
Date

## **Article XXI      Incorporator**

In Witness Whereof, the undersigned incorporator has executed these articles of corporation at:  
**13993 SW 280 Terrace, Homestead, Florida 33030**

  
\_\_\_\_\_  
Natasha Beaubrun

6-9-2010  
Date