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(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN -7 AM 4:11

KAYE LAW FIRM, PLLC

325 11TH Street
West Palm Beach, FL 33401

VIA FAX: 850-245-6804

VIA FAX: 561-784-4509

January 7, 2013

Ms. Pamela Smith, Regulatory Specialist II
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: JOY OF LIVING FELLOWSHIP CENTER, INC.
REF. NUMBER: W12000063478
LETTER NUMBER: 012A00030396

Dear Ms. Smith:

As per our discussion this a.m., please be advised that your attached letter dated December 27, 2012, is incorrect and the Articles of Incorporation as attached does includes the acceptance signature of Henry Kaye as Registered Agent. Therefore, please **PROCEED** with the filing of the Article of Incorporation. As we also discussed, it is my understanding that no Annual Report is due until 2014.

Thank you for taking care of this matter via fax, and I will send you the original back in today's mail.

Very truly yours,

Cynthia Phillips

Cynthia Phillips, Legal Assistant
to Henry L. Kaye, Esquire
cp: Enclosures

RECEIVED
13 JAN - 7 PM 3:26
STATEMENT OF REPLY
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 27, 2012

HENRY L KAYE, ESQ
325 11TH ST
WEST PALM BEACH, FL 33401

SUBJECT: JOY OF LIVING FELLOWSHIP CENTER, INC.
Ref. Number: W12000063478

We have received your document for JOY OF LIVING FELLOWSHIP CENTER, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 012A00030396

COVER LETTER

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

SUBJECT: JOY OF LIVING FELLOWSHIP CENTER, 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: Henry L. Kaye, Esquire
Name (Printed or typed)

325 11th Street
Address

West Palm Beach, FL 33401
City, State & Zip

561-655-4117
Daytime Telephone number

kaye4law@gmail.com / Reve_Douglas@aol.com
E-mail address: (to be used for future annual report notification)

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

13 JAN -7 PM 4: 12

ARTICLES OF INCORPORATION
JOY OF LIVING FELLOWSHIP CENTER, INC.

(Not-for-Profit Corporation, Florida Statute Chapter 617)

The undersigned, hereby make, subscribe and acknowledge these Articles of Incorporation for the purpose of forming a not for profit corporation under Chapter 617, Florida Statutes, and to that end do hereby set forth the following:

ARTICLE I
NAME

The name of the corporation shall be JOY OF LIVING FELLOWSHIP CENTER, INC.

ARTICLE II
PRINCIPAL OFFICE MAILING & E-MAIL ADDRESS

The Principal Office and street address of the corporation is: 455 North Haverhill Road, West Palm Beach, Florida 33415, Palm Beach County, Florida.

The designated e-mail address to receive correspondence for this corporation is
Reve-Douglas@aol.com, kaye4law@gmail.com

ARTICLE III
REGISTERED AGENT

The name and Florida street address of the registered agent is:
Henry L. Kaye, Esquire
325 11th Street
West Palm Beach, FL 33411

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator is:
Rev. E. Douglas
465 Cottagewood Lane
Royal Palm Beach, FL 33411

ARTICLE V
PURPOSE

The purposes for which the corporation is organized are exclusively for charitable, scientific and educational purposes. To this end, the corporation shall at all times 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 purposes, the making of distributions to organizations that qualify as exempt organizations 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 said purposes.

- A. This Corporation is formed exclusively for religious, charitable and educational purposes and to promote and support the mission of **JOY OF LIVING FELLOWSHIP CENTER, INC.**, under the provisions of Chapter 617, Florida Statutes, and not for pecuniary profit or financial gain.
- B. To provide inspirational, holistic programs that seek to meet the spiritual, physical, social, emotional, and educational needs of the community establishing services, programs, education, training, recreational activities and other benevolent undertakings.
- C. To receive and administer funds for religious, charitable, and educational purposes, and to that end to take title to and hold, by contract, bequest, devise, gift, purchase or lease, either absolutely or in trust, any property, real, personal and mixed, without limitations as to amounts or value, except as to such limitations, if any, as may be imposed by law;
- D. To receive, administer and participate in charitable remainder trusts, unitrusts and other like trusts, to the extent this Corporation is lawfully permitted to do so; to sell, convey and dispose of any such property and to invest and reinvest the principal and income thereof, and to deal with and expend the principal and income of this Corporation for any of the aforementioned objects and purposes, without limitation, except as to such limitations, if any, as may be contained in the instrument under which such property is received or other limitations imposed Bylaw;
- E. To receive any property, real, personal or mixed in trust, under the terms of any will, trust or other instrument for the foregoing purposes or any of them, and in administering same to carry out the directions and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal, as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporations or corporation, domestic or foreign, only for the foregoing powers, or any of them;

- F. To acquire, receive and accept, by way of grant, gift, devise, bequest, purchase, lease or otherwise, money and real and personal property of every kind, nature and description, without limitation as to amount or value, including securities (which term, for all purposes hereof, includes without limiting the generality thereof, shares of stock, bonds debentures, notes, mortgages or other obligations, and any certificates, receipt or other instruments, representing any rights or interest therein or with respect thereto), created or issued by any person, firm, association, corporation or government or subdivision thereof; to exercise as owner or holder of any such property any and all rights, powers and privileges in respect thereof, to hold, administer, sell, convey, dispose of, invest and reinvest such property and the income and proceeds thereof; to use, apply or disburse any of its property or the income or the proceeds thereof, exclusively for or toward any one or more of its purposes as enumerated in this Article V;
- G. To solicit the donation, loan or investment of funds from boards, agencies, institutions, or individuals; to receive, hold, invest, reinvest, and administer such funds and other property which may be loaned, given, transferred, conveyed or entrusted to it in an investment fund or mortgage pool; to issue receipts to such donors and holders of participation certificates, notes or debentures for their gifts, or as the case may be, their interest in or their loans to such investment fund or mortgage pool; and to the extent determined by the Board of Directors, to invest in stocks, bonds, or other securities, without being limited to so-called legal investments for fiduciaries; to collect the interest or income therefore; to pay to investors such interest upon their investments as may be determined by the certificates of participation, notes or debentures or contracts with the Corporation; to purchase, sell, exchange or otherwise dispose of, pledge, mortgage, or hypothecate, all kinds of securities, and to exercise any and all of said powers, either on its own account, or as agent or trustee for other persons, firms, corporations, or other organizations;
- H. To exercise any, all and every power of a non-profit corporation organized under the provisions of the Florida Not-For-Profit Corporation Act, as from time to time may be amended, that a for religious, charitable or educational entity is authorized to exercise.
- I. To enter into contracts, written, oral, ecommerce or implied and to conduct such businesses as may be allowed and permitted by Florida Law and/or the Internal Revenue Code.
- J. No part of the activities of this Corporation shall be the carrying-on of propaganda or otherwise attempt to influence legislation, or the participation in any political campaign on behalf of any candidate for public office.

ARTICLE VI
MANNER OF ELECTION

The manner in which the directors are elected and appointed shall be as provided for in the Bylaws. Each member of the Board of Directors is elected or appointed for a four (4) year term and may be elected or appointed by the voting members to serve other terms as stated in the Bylaws.

ARTICLE VII
INITIAL OFFICERS AND/OR DIRECTORS

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Corporation, provided that there shall be a minimum of three (3) directors at all times. Each member of the Board of Directors shall be elected in the manner and for the terms prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The affairs of the Corporation shall be managed by this official board, who shall elect officers as follows: President, Vice President, Director, Secretary and Treasurer, which officers shall be provided for in the Bylaws. Each officer shall be elected from time to time in accordance with the Bylaws and each officer shall hold office until his or her successor is elected and qualified.

The names and addresses of the Initial Officers and/or Board of Directors are as follows:

Rev. E. Douglas, - President/Director
465 Cottagewood Lane
Royal Palm Beach, FL 33411

Iris Douglas, Vice President/Director
465 Cottagewood Lane
Royal Palm Beach, FL 33411

Mildred Nash, Director
14214 NE 3rd Court
North Miami, FL 33161

Miriam Stewart, Treasurer/Director
242 Cypress Trace
Royal Palm Beach, FL 33411

Sonia Brooks, Secretary/Director
643 Belle Grove Lane
Royal Palm Beach, FL 33411

ARTICLE VIII
EXEMPTION REQUIREMENTS

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

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, 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 IX
MEMBERSHIP

The Corporation shall have members and the members of the Corporation will be required to meet the qualifications set forth in the Corporation's Constitution and Bylaws; provided, however, neither the incorporators nor the members of the Corporation shall have any voting rights or privileges, vested right, interest or privilege of, in or to the assets of the Corporation, or any right, interest or privilege which may be inheritable or transferable or which shall continue once his membership ceases in the Corporation.

ARTICLE X
DEFENSE AND INDEMNIFICATION OF OFFICERS AND
DIRECTORS - PERSONAL/LIMITED LIABILITY

The Corporation shall defend, indemnify and hold harmless every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her

having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct.”

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

The liability of a volunteer Trustee of the church shall be limited, eliminated, or assumed to the extent as is authorized under the relevant laws of the state in which this church is formed, except to the extent such limitation, elimination, or assumption of liability is inconsistent with the status of the church as an organization described in Section 501(c)(3) of the Code or results in the imposition of tax under Section 4958 of the Code. No amendment or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any member of the Board of Trustees or officer of this church for or with respect to any acts or omissions of such trustee occurring prior to the effective date of any such amendment or repeal.

ARTICLE XI

AMENDMENT OF BYLAWS AND ARTICLES OF INCORPORATION

The Articles of Corporation and Bylaws of this Corporation may be amended, altered or rescinded at any regular meeting or a special meeting of the membership of the Board of Directors, by a quorum vote of the board membership present. Subject to any limitations set forth in the laws of Florida, the Corporation’s Bylaws shall be adopted and amended by the Board of Directors.

ARTICLE XII

DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII

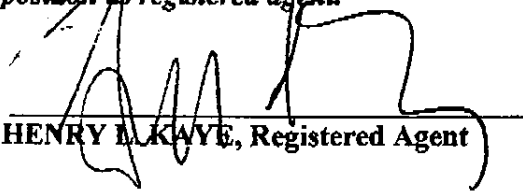
TERM

The term of the Corporation shall be perpetual or until dissolved by due process of law.

ACCEPTANCE OF REGISTERED AGENT

13 JAN -7 PM 4:12

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


HENRY M. KAYE, Registered Agent

November 9, 2012
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

IN WITNESS WHEREOF, the undersigned, being the subscribers of this Corporation,

for the purpose of forming this non-profit corporation under the laws of the State of

Florida, have executed these Articles of Incorporation on this 9th day

of November, 2012.


REV. E. DOUGLAS, Incorporator

November 9th 2012
Date

STATE OF **FLORIDA**

COUNTY OF **PALM BEACH**

The foregoing instrument acknowledged before me this _____ day of November 2012 by **REV. E. DOUGLAS** who is personally known to me or who has produced _____ as identification

SEAL


NOTARY SIGNATURE

My commission expires:

