

09-26-17  
9/25/2017

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FLORIDA PROFIT/NON PROFIT CORPORATION  
YANA RECOVERY COUNSELING & CONSULTING, INC.

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**ARTICLES OF INCORPORATION**

*The undersigned incorporate, for the purpose of forming a corporation under the Florida Not for Profit Act, hereby adopt(s) the following Articles of Incorporation:*

**ARTICLE 1 - NAME**

The name of the corporation shall be:

**YANA RECOVERY COUNSELING & CONSULTING, INC.**

**ARTICLE 2 - PRINCIPAL OFFICE**

The principal places of business and mailing address of this corporation shall be:

**111 SE 2nd Avenue  
Dania Beach, FL 33004**

**ARTICLE 3 - COMMENCEMENT OF EXISTENCE**

The date for commencement of the Incorporation's existence shall be September 1<sup>st</sup>, 2017

**ARTICLE 4 - TERM OF EXISTENCE**

The Incorporation shall have perpetual existence

**ARTICLE 5 - NATURE OF THE INCORPORATION**

The Incorporation is a non-profit incorporation. Upon the dissolution, all of the assets of the Incorporation shall be distributed to the State of Florida or to an organization exempt from taxes under Internal Revenue Code Section 501 (c) (3) for one or more of the purposes that corporations are exempt under the Florida franchise tax.

**ARTICLE 6 - GENERAL PURPOSE**

The Incorporation is organized exclusively for offering group and individual biblical counseling for issues arising from sexual abuse, abortions including miscarriages and stillborns, addictions, and co-dependency, parenting counseling, sex trafficking counseling, substance abuse, family resources, hiv counseling, domestic violence. All inner healing studies for emotional scars arising from adoption for birth parents, adoptive parents, and adoptees, rejection and abandonment and jail/prison ministry under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section(s) of any future federal tax code.

**ARTICLE 7 – POWERS**

Unless otherwise provided in these Articles, the Incorporation shall have all of the powers provided in the law. Moreover, the Incorporation shall have all the implied powers necessary and proper to carry out its express power. The incorporation shall have no powers to take any action prohibited by the law.

**ARTICLE 8 – LIMITS OF POWERS**

The Incorporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501 (c) (3), and related regulations, rulings and procedures. The Incorporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax-deductible charitable contributions under Internal Revenue Code Section 170 (c) (2) and related regulation, ruling and procedures. Regardless of any other provision in these Articles of Incorporation or State law, the incorporation shall have no power to:

1. Engage in activities or use its assets in manner that are not in furtherance of one or more exempt, purposes as set forth and defined by the Internal Revenue Code and related regulations, rulings and procedures, except to an insubstantial degree;
2. Serve a private interest other than one that is clearly incidental to an overriding public interest;
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures;
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities;
5. Have objectives that characterize it as an action or organized as defined by the Internal Revenue Code and related regulations, rulings and procedures;
6. Distribute its assets on dissolution other for one or more exempt purposes. On dissolution, the Incorporation's assets shall be distributed to the State Government for a public purpose, or to an organization exempt from under Internal Revenue Code Section 501 (c) (3) to be used to accomplish the general purpose for which the Incorporation was organized;
7. Permit any part of net earnings of the Incorporation to insure the benefit of any member of the Incorporation or any private individual;
8. Carry on an unrelated trade or business except as a secondary purpose related to the Incorporation's primary, exempt purpose

**ARTICLE 9 – NO PROFITS OR DIVIDENDS**

No part of the net earnings of YANA RECOVERY COUNSELING & CONSULTING, INC. shall inure to the benefit of, or to be distributable to its members, trustees, officers, or other

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 the furtherance of the purposes set forth in the clause hereof.

**ARTICLES 10 – BOARD OF DIRECTORS**

The affairs of YANA RECOVERY COUNSELING & CONSULTING, INC. both spiritual and secular shall be conducted by the Board of Directors which shall consist of 3 (three) members. The members of the Board of Directors shall be appointed, as Directors themselves must possess the qualification of leaders as set forth in the relevant teaching of the New Testament and they shall have the duties as set therein. Directors, once in office, shall serve as long as they remain members of the ministry unless sooner removed as set forth herein.

The directors shall have the duties set forth in the New Testament and subject to the provision of Section 741.07, Florida Statutes, and to the rules, which may be adopted by Directors of the Incorporation.

The board of directors will make an effort to act unanimity. However, all actions of the Board shall be with the concurrence of at least 2/3rds of the Directors, unless otherwise stated. If any decisions which cannot be successfully resolved at a meeting of the Board of Directors, the matter will be considered and final decision made by the President of the Incorporation.

The board of directors is:

President                   Jaime Cowhick  
Address                   111 SE 2nd Avenue  
                                  Dania Beach, FL 33004

Vice-President           Judith Thony  
Address                   210 NE 31<sup>st</sup> Court  
                                  Pompano Beach, FL 33064

Treasurer               Michael Macchia  
Address                   1835 Sherman Street  
                                  Hollywood, FL 33021

**ARTICLE 11 - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida Street address of the initial registered agent is:

Jaime Cowhick  
111 SE 2nd Avenue  
Dania Beach, FL 33004

**ARTICLE 12 -- INCORPORATION**

The name and Florida Street address of the person signing these Articles of Incorporation is:

Jaime Cowhick  
111 SE 2nd Avenue  
Dania Beach, FL 33004

**BOARD OF DIRECTORS:**

  
\_\_\_\_\_  
Jaime Cowhick  
President

Date: 1-Sep-17

  
\_\_\_\_\_  
Judith Thony  
Vice-President

Date: 1-Sep-17

  
\_\_\_\_\_  
Michael Macchia  
Treasurer

Date: 1-Sep-17

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

*PURSUANT TO THE PROVISIONS OF SECTION 617.0202, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.*

1. The name of the corporation is

**YANA RECOVERY COUNSELING & CONSULTING, INC.**

2. The name and address of the registered agent and office is:

**Jaime Cowhick**

\_\_\_\_\_  
President

**111 SE 2nd Avenue**

\_\_\_\_\_  
Address

**Dania Beach, FL 33004**

\_\_\_\_\_  
City - State - Zip

*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.*

  
\_\_\_\_\_  
(Signature)

**09/01/2017**

\_\_\_\_\_  
(Date)

DIVISION OF CORPORATIONS  
P.O. BOX 6327, TALLAHASSEE, FL 32314