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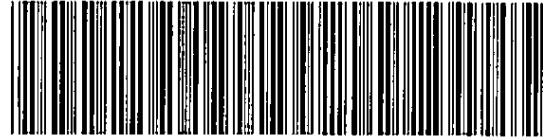
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 23, 2019

ROBERT A. EISEN
INVESTMENTS LIMITED LEGAL DEPARTMENT
215 NORTH FEDERAL HIGHWAY
BOCA RATON, FL 33432

SUBJECT: CHANGING LIVES, INC.
Ref. Number: W19000078154

We have received your document for CHANGING LIVES, 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 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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

N14000008966-CHANGING LIVES INCORPORATED,

Please return the corrected original and one copy of 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.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 619A00017436

**Changing Lives of Boca Raton, Inc.,
a Florida Not For Profit Corporation**

**ARTICLES OF
INCORPORATION**

**ARTICLE I
NAME**

1.01 Name

The name of this corporation shall be Changing Lives of Boca Raton, Inc.

**ARTICLE II
DURATION**

2.01 Duration

The period of duration of Changing Lives of Boca Raton, Inc. is perpetual.

**ARTICLE III
PURPOSE**

3.01 Purpose

Changing Lives of Boca Raton, Inc. is a non-profit corporation and shall operate exclusively for Educational and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. Whenever a Section of the Internal Revenue Code is stated in these Articles of Incorporation, the reference shall be deemed to include the corresponding section of any future Federal Tax Code.

Changing Lives of Boca Raton, Inc. is a community based homeless outreach organization serving the needs of the homeless population of Boca Raton, Florida. Our mission is providing resources and inspiration for the homeless population of Boca Raton. Our purpose is to contact the Boca Raton homeless population, educate them as to our resources and coordinate what aid and relief we can provide. We call ourselves "Changing Lives of Boca Raton" because we are continuously reaching out to the Boca Raton homeless population, loving them for who they are and offering to change their lives for the better. We want them to know that they are loved, that we want to hear their stories and that we have ways of helping them. With our resources, and our network of area organizations, we are actively improving the lives of Boca Raton's homeless population.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2019 SEP -4 AM 9:57

FILED

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

Changing Lives of Boca Raton, Inc. is organized exclusively for charitable and educational purposes 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. No part of the net earnings of Changing Lives of Boca Raton, Inc. shall inure to the benefit of, or be distributable to its Directors, Officers, or other private persons, except that Changing Lives of Boca Raton, Inc. shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes in furtherance of the purposes set forth in Article III, Section 3.01.

Notwithstanding any other provision of these Articles of Incorporation, Changing Lives of Boca Raton, Inc. shall not carry on any other activities not permitted to be carried on by: (a) any organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or (b) an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

Changing Lives of Boca Raton, Inc. is not organized and shall not be operated for the private gain of any person. The property of Changing Lives of Boca Raton, Inc. is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of Changing Lives of Boca Raton, Inc. shall inure to the benefit of, or be distributed to any individual. Changing Lives of Boca Raton, Inc. may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles of Incorporation.

4.02 Personal Liability

No Officer or Director of Changing Lives of Boca Raton, Inc. shall be personally liable for the debts or obligations of Changing Lives of Boca Raton, Inc. of any nature whatsoever, nor shall any of the property or assets of the Officers or Directors be subject to the payment of the debts or obligations of Changing Lives of Boca Raton, Inc.

4.03 Dissolution

Upon termination or dissolution of Changing Lives of Boca Raton, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c) (3) of the Internal Revenue Code which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to Changing Lives of Boca Raton, Inc.

The organization to receive the assets of Changing Lives of Boca Raton, Inc. shall be selected by the decision of a majority of the Board of Directors of Changing Lives of Boca Raton, Inc. and if the Board of Directors cannot so agree, then the recipient organization(s) shall be selected pursuant

to a verified petition in equity filed in the Circuit Court of the 15th Judicial Circuit of Florida. In and For Palm Beach County, FL. against Changing Lives of Boca Raton, Inc. by one (1) or more of its Board of Directors which verified petition shall contain such statements as reasonably indicate the applicability of this section. The Court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the Court shall find that this section is applicable but that there is no qualifying organization(s) known to it which has a charitable purpose, which, at least generally, includes a purpose similar to Changing Lives of Boca Raton, Inc., then the Court shall direct the distribution of the assets lawfully available for distribution to the State of Florida, Department of Financial Services to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings or properties of Changing Lives of Boca Raton, Inc., on dissolution or otherwise, shall inure to the benefit of, or be distributable to, Directors, Officers or other private person or individual, except that Changing Lives of Boca Raton, Inc. 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 Article III, Section 3.01.

4.04 Restricted Activities

No substantial part of the activities of Changing Lives of Boca Raton, Inc. shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and Changing Lives of Boca Raton, Inc. shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles of Incorporation, Changing Lives of Boca Raton, Inc. shall not carry on any activities not permitted to be carried on by: (I) a corporation exempt from federal income tax as an organization described by Section 501(c) (3) of the Internal Revenue Code; or, (II) a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

Changing Lives of Boca Raton, Inc. shall be governed by its Board of Directors.

5.02 Initial Directors

The initial Board of Directors of Changing Lives of Boca Raton, Inc. shall be:

JAMES H. BATMASIAN
215 North Federal Highway
Boca Raton, FL 33432

ROD COLEMAN
400 S Dixie Hwy Ste 121
Boca Raton, FL 33432

MICHAEL I. DASZKAL
2401 NW Boca Raton Blvd
Boca Raton, FL 33431

5.03 Appointment of Directors

The manner and procedure for appointment of Directors shall be set forth in the By-Laws. Provided however, no director shall take office unless approved by JAMES H. BATMASIAN.

ARTICLE VI **AMENDMENTS**

6.01 Amendments

Any amendment to these Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the Board of Directors. Provided however, no amendment to these Articles of Incorporation shall take effect unless approved by JAMES H. BATMASIAN.

ARTICLE VII
ADDRESS

7.01 Corporate Address

The address of Changing Lives of Boca Raton, Inc. is:

2236 North Dixie
Boca Raton, FL 33432

ARTICLE VIII
APPOINTMENT OF REGISTERED AGENT

8.01 Registered Agent

The registered agent of Changing Lives of Boca Raton, Inc. shall be:

JAMES H. BATMASIAN
215 North Federal Highway
Boca Raton, FL 33432

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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 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.



JAMES H. BATMASIAN

ARTICLE IX
INCORPORATOR

9.01 Incorporator

The incorporator of Changing Lives of Boca Raton, Inc. is:

JAMES H. BATMASIAN
215 North Federal Highway
Boca Raton, FL 33432

**ARTICLE X
ANNUAL REPORT**

10.01 Annual Report

Changing Lives of Boca Raton, Inc. must file an Annual Report with the Division of Corporations between January 1st and May 1st of every year to maintain "active" status. The first annual report will be due between January 1st and May 1st of the calendar year following the year Changing Lives of Boca Raton, Inc. is formed and must be filed online. The fee to file a Corporation Annual Report is \$61.25. Reminder notices to file the Annual Report will be sent to the e-mail address you provide in these articles

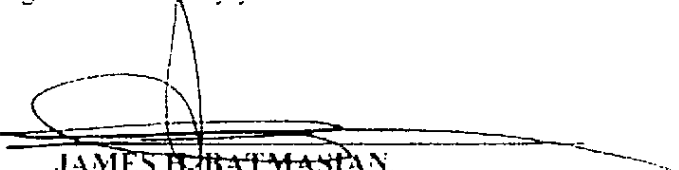
**ARTICLE XI
MEMBERS**

11.01 Members

Changing Lives of Boca Raton, Inc. shall not have any members.

Dated: August 11, 2019.

The undersigned Incorporator is submitting these Articles of Incorporation and I affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155 Florida Statutes. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of Changing, Inc., and every year thereafter to maintain "active" status.


JAMES H. BATMASTIAN,
INCORPORATOR