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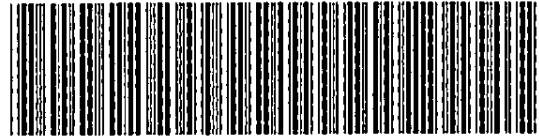
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FILING OFFICE

**COVER LETTER**

**To: New Filing Section  
Division of Corporations**

**Subject:** Breaking Bread Ministries, Inc.

The enclosed Articles of Incorporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lawrence Humes  
1170 Northeast 155<sup>th</sup> Street  
North Miami Beach, FL 33162

For further information concerning this matter, please contact: Lawrence Humes

Daytime telephone number: 786-597-1556  
Email address: ablezzedfamily@aol.com

Enclosed is a check for the following amount: \$70.00 (Filing Fee)

**Mailing Address:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**ARTICLES OF INCORPORATION**  
**OF**  
**Breaking Bread Ministries, Inc.**  
A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

- A. NAME OF CORPORATION:** The name of the corporation is Breaking Bread Ministries, Inc.
- B. PRINCIPAL OFFICE:** The principal office of the Corporation is located at 1170 Northeast 155<sup>th</sup> Street, Miami, FL 33162.
- C. MAILING ADDRESS:** The mailing address of the Corporation is 1170 Northeast 155th Street, Miami, FL 33162.
- D. REGISTERED AGENT:** The name of the registered agent of the Corporation is Lawrence Humes. The address of this registered agent is 1170 Northeast 155th Street, Miami, FL 33162.
- E. DURATION/MEMBERSHIP:** The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the Corporation's bylaws.
- F. BOARD OF DIRECTORS:** The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.
- G. INCORPORATOR:** The name and address of the incorporator is: Lawrence Humes, 1170 Northeast 155th Street, Miami, FL 33162.
- H. CORPORATE PURPOSES:** The purposes for which this Corporation is formed are exclusively charitable, educational and scientific and consist of the following:
1. The exclusive purpose of this Corporation is to engage in charitable and educational activities,
  2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly.
  3. All of the foregoing purposes shall be exercised exclusively educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(a) of Internal Revenue Code of 1986 because it is an organization described in section 501(c)(3) of that Code

**I. 501(c)(3) LIMITATIONS**

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal taxation under section 501(a) of IRS Code as an organization described in section 501(c)(3) of that Code

2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the its directors or officers, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to educational and charitable purposes no part of which shall inure to the benefit of any individual.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(a) of the IRS Code as an organization described in section 501(c)(3) of that Code. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

**J. INDEMNIFICATION** - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

**EXECUTION**

These Articles of Incorporation are hereby executed by the incorporator on this 12<sup>th</sup> day of

December, 2019.

Lawrence E. Humes  
Lawrence Humes

**REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for Breaking Bread Ministries, Inc., a Florida not for profit corporation.

Lawrence E. Humes  
Lawrence Humes

Date: 12/12/19

## **BREAKING BREAD MINISTRIES, INC.**

### **ACTION BY CONSENT OF INCORPORATOR**

Lawrence Humes is the sole Incorporator of Breaking Bread Ministries, Inc. (the "Corporation"). Attached are a copy of the Articles of Incorporation recently filed with the Florida Department of State.

§617.0205, Florida Statutes provides that in cases where there are no initial directors named in the Articles of Incorporation, the incorporators shall hold an organizational meeting for the purpose of electing directors and completing the organization of the Corporation. The above cited statute also provides that the incorporators can take such action without meeting if the actions are evidenced by a written consent signed by each incorporator. With the signature below of its agent, the sole incorporator of this Corporation hereby consents to the following actions:

#### **Appointment of Board of Directors**

The incorporator hereby appoints the members of the initial board of directors to serve until their successors are chosen pursuant to the bylaws. The persons chosen as the initial board of directors are as follows:

Lawrence Humes

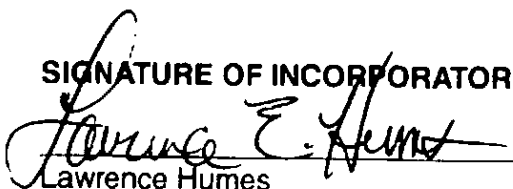
Reeva Pierre

Ghisler Noel

#### **CONSENT OF INCORPORATOR**

With his or her signature below, the Incorporator hereby consents to the above cited action by the Corporation.

**SIGNATURE OF INCORPORATOR:**

  
Lawrence Humes

Date: 12/12/19