

196000002189



FILED  
96 APR 19 1996

ACCOUNT NO. : 072100000032

REFERENCE : 924945 81137A

AUTHORIZATION :

COST LIMIT : \*

ORDER DATE : April 19, 1996

ORDER TIME : 11:25 AM

ORDER NO. : 924945

CUSTOMER NO: 81137A

CUSTOMER: Rebeca Sanchez-roig, Esq  
ZUCKERMAN SPAEDER TAYLOR &  
EVANS  
Suite 900 Miami Center  
201 South Biscayne Boulevard  
Miami, FL 33131

EFFECTIVE DATE  
4-17-96

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524

DOMESTIC FILING

NAME: SHENANDOAH RENEWAL SERVICES,  
INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

XH  
4-23-96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

April 19, 1998

*close date*

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: SHENANDOAH RENEWAL SERVICES, INC.  
Ref. Number: W96000008525

We have received your document for SHENANDOAH RENEWAL SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

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 (904) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 796A00018565

*resubmit*

96 APR 22 11 11  
796A00018565

**ARTICLES OF INCORPORATION**

**OF**

**SHENANDOAH RENEWAL SERVICES, INC.**

**FILED**

**96 APR 19 14 9 06**

**TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator of a corporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is:

**SHENANDOAH RENEWAL SERVICES, INC.**

**ARTICLE II**

**BUSINESS ADDRESS**

The principal place of business of this Corporation shall be:

2150 S.W. 8th Street  
Miami, Florida 33135

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

**ARTICLE III**

**DURATION**

The period of duration of this Corporation shall be perpetual, unless dissolved according to law or the provisions of these Articles. Corporate existence shall commence on the date these Articles are executed and acknowledged, if they are filed with the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged.

## ARTICLE IV

### PURPOSES

The purposes for which the Corporation is organized are:

- (1) The Corporation is organized for charitable, educational, cultural, literary and artistic purposes as set forth in Section 501 (c) (3) of the Internal Revenue Code, and to promote and facilitate said charitable, educational, cultural, literary and artistic purposes and activities for which corporations may be organized and operated pursuant to Section 501 (c) (3) of the Internal Revenue Code.
- (2) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation 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 these Articles of Incorporation.
- (3) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise, attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- (4) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, (b) by a Corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or (c) by a nonprofit Corporation engaged under the laws of the State of Florida pursuant to the provisions of the Florida Not For Profit Corporations Act.

## ARTICLE V

### BOARD OF DIRECTORS

The Corporation shall be organized on a non-stock basis. The authority for all affairs of the Corporation shall be in a Board of Directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation and the Bylaws of the Corporation as from time to time in effect. The number of members of the Board of Directors shall be established by the Bylaws, but in not event shall be less than three (3) nor more than fifteen (15), and the Board of Directors shall be elected in the manner set forth in the Bylaws. The first Board of Directors shall be five (5) in number, and their names and addresses being as follows:

John Swisher  
8325 S.W. 119th Street  
Miami, Florida 33156

Linda Swisher  
8325 S.W. 119th Street  
Miami, Florida 33156

Bill Galliford  
10331 S.W. 44th Street  
Miami, Florida 33165

Joy Galliford  
10331 S.W. 44th Street  
Miami, Florida 33165

Yvonne Terney  
20121 S.W. 112th Avenue  
Miami, Florida 33189

## ARTICLE VI

### INITIAL SUBSCRIBERS

The initial subscriber of the Corporation is:

Rebeca Sanchez-Roig  
201 S. Biscayne Blvd., #900  
Miami, FL 33131

## ARTICLE VII

### MEMBERS

The membership of the corporation shall consist of all persons hereinafter named as Directors and all other persons as, from time to time hereafter, may be elected to membership the Board of Directors. Qualification for membership shall be satisfied by all persons expressing an interest in the purposes of the Corporation. The Directors shall from time to time prescribe the form and manner in which application may be made for membership, and members may be admitted by the Board of Directors only. The authorized number of Members of the Corporation, the different classes of membership (if any), the property, voting and other rights and privileges of Members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the Bylaws.

## ARTICLE VIII

### INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office are:

Registered Agent: John Swisher

Registered Office: 2150 S.W. 8th Street  
Miami, Florida 33135

## ARTICLE IX

### DISSOLUTION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Court in the County in which the principal office of the Corporation 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 X

### AMENDMENT

The Board of Directors reserves the right from time to time to amend, alter or repeal any provision in these Articles of Incorporation and any rights conferred upon members is subject to this reservation. Any amendments to these Articles of Incorporation shall be made in accordance with the provisions of the laws of the State of Florida and Section 501 (c) (3) of the Internal Revenue Code. These Articles of Incorporation shall not be amended, altered or repealed in any manner that would affect the Corporation's federal tax exempt status.

## ARTICLE XI

### BYLAWS

The initial bylaws of the Corporation shall be adopted by the Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by the Board of Directors, provided such adoption, alteration, amendment or repeal is consistent with the terms of these Articles of Incorporation.

## ARTICLE XII

### INDEMNIFICATION

The Corporation shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida, any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, trustee, employee or agent of or in any other capacity with another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, unless such person breached or failed to perform his duties as an officer, director, employee or agent of the Corporation, and such breach constitutes:

- (5) a violation of criminal law, unless the director, officer, employee or agent had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful;

- (6) a transaction from which the director, officer, employee, or agent derived an improper personal benefit, either directly or indirectly; or
- (7) recklessness or an act or omission which was committed in bad faith or with malicious purpose in a manner exhibiting wanton and willful disregard for human rights, safety or property.

A judgment or other final adjudication against a director, officer, employee or agent of the Corporation in any criminal proceeding for violation of criminal law, shall estop such person from contesting the fact that his breach or failure to perform constitutes a violation of the criminal law, but such judgment or other final adjudication shall not estop such person from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

Notwithstanding anything herein to the contrary, the Corporation shall not indemnify any person for liability for excise taxes imposed under Chapter 42 of the Internal Revenue Code or for liability for mismanagement of assets.

### ARTICLE XIII

#### INTERNAL REVENUE CODE

All general or specific references herein made to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States Internal Revenue law. Similarly, any general or specific references to the laws of the State of Florida, shall be deemed to refer to the laws of the State of Florida as now in effect or as hereafter amended.

I, the Incorporator, declare that I have examined the foregoing Articles of Incorporation and that the statements contained therein are, to the best of my knowledge and belief, true, correct and complete.

Executed this 17th day of April, 1996.




Rebecca Sanchez-Rodriguez  
Zuckerman, Spaeder, Taylor & Evans, L.L.P.  
201 South Biscayne Boulevard, Suite 900  
Miami, Florida 33131

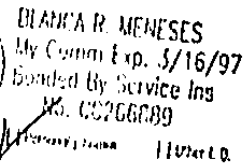
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EE-R018, the informant known to me.

  
Eleanor Menendez

**My Commission Expires:**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
APR 19 9 06  
TALLAHASSEE, FLA


submitted: In compliance with Section 48.091, Florida Statutes, the following is

Shenandoah Renewal Services, Inc., desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the City of Miami, State of Florida, has named, John Swisher, located at 2150 S.W. 8th Street, Miami, Florida 33135, as its agent to accept service of process within Florida.

  
Rebecca Sanchez Roig  
Incorporator

Dated: April 17, 1996

Having been named to accept service of process for the above-state Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By:   
John Swisher  
Registered Agent

N 9600000 2189

August 20, 1996

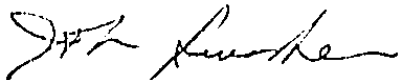
500000 510755  
-08/23/96--01054--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

To Whom It May Concern:

Enclosed you will find our Articles of Amendment forms to change the name of our corporation with a check for \$35.00. We appreciate your promptness in taking care of this matter.

Sincerely,



John Swisher  
Shenandoah Renewal Services, Inc.  
10331 SW 44th St.  
Miami, FL 33165  
(305)-226-3433

Joy Galliford  
gave permission to  
correct name of corp. & add name  
of officers add date of  
adoption.  
Dr.

FILED  
56 AUG 23 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name CHANGE  
8/30/96  
Dr.

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Tramendobach Renewal Services, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

1. Change name of corporation from  
Tramendobach Renewal Services, Inc.

To:

Community Renewal Services Inc.

FILED  
96 AUG 23 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 21st. Jan. 1976

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_,"  
voting group

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 21 day of August, 19 76

Signature

John Swisher, Chairman President  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

John Swisher  
Typed or printed name

CHAIRMAN OF B/O/D  
Title

# N96000002189

December 17, 1996

Division of Corporations  
Attn. Thelma Lewis  
Fax - (904)-487-6013

Dear Thelma:

I am writing to request a change of address for Community Renewal Services, Inc. Please change the address from:

2150 SW 8th St.  
Miami, FL 33135

to:

10331 SW 44th St.  
Miami, FL 33165.

Thank you for your assistance in this matter.

Sincerely,



Joy Galliford  
Secretary  
Community Renewal Services, Inc.

KS 12/23