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ARTICLES OF INCORPORATION OF

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ISAIAH & EZEKIEL LAW FOUNDATION CORP

A Non-Profit Corporation

We the undersigned hereby associate ourselves together Offer purpose of forming a corporation, not for profit, under the laws of the State of Florida.

ARTICLE 1

The name of the corporation shall be ISAIAH & EZEKIEL LAW FOUNDATION CORP. herein after referred to as the Corporation.

ARTICLE II

The corporation is organized pursuant to the provisions of the General Non-Profit Corporation law of the State of Florida and shall have perpetual existence.

ARTICLE III

Principal office for the transaction of business of this corporation is to be located at 1200 N.W. 175th Street, Miami, Florida 33169.

ARTICLE IV

PURPOSE

The purpose for which the Corporation is incorporated are exclusively charitable, educational, and scientific subject to the General Laws of the Federal, State and Local Governments.

To aid, support, and assist by gifts, technical assistance, contributions of every kind and nature. Other corporations, funds and foundations operating exclusively, for religious, scientific, educational and literary and charitable purposes. There shall be no disbursement of the net earning to any individual or personal interest and that no substantial part of the activities of the Corporation shall be involved in propaganda or otherwise attempting to influence legislation.

Further, to do any and all lawful activities necessary to the fulfillment of our above stated purpose, objectives and goals either directly or indirectly, through Joint-Ventures with others whether they be natural or unnatural persons, foundations, government bodies, agencies, etc.

ARTICLE V

The powers, Authority and responsibilities of the Corporation shall be vested in the Board of Directors consisting not more than 15 or less than 3 members. The powers shall include, but not be limited to:

- 1) Manage, control, and supervise the business affairs of the Corporation.
- 2) Conduct elections and make appointments for the perpetuation of the Board and staff.
- 3) Adopt and establish necessary rules and regulations for the effective and successful operation of the Corporation.
- To conduct periodic meetings at which the public is encouraged and invited to attend.
- 5) Employ a Director and necessary staff. Fix all officers and staff salaries, and prescribe their job descriptions.

The number of Directors may be fixed or changed from time to time by amendment of the Articles of Incorporation of this Corporation or by amendment of the Bylaws of this Corporation adopted by the Vote or written assent of the Members of the Corporation entitled to exercise a majority of the voting power, or the vote of a majority of the quorum at a meeting of the Members called pursuant to the Bylaws.

ARTICLE VI

No substantial part of the activities of the Corporation shall be the carrying on of the 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.

Notwithstanding any other provisions of those Articles, the Corporation shall not carry any other activities not permitted to be carried on by the corporation exempt from federal and state income taxes under section 501 (c) (3) of the Internal Revenue Code of 1954 and appropriate section of applicable State law as the same may be amended from time to time.

ARTICLE VII

Board members shall be elected or appointed in the manner and in accordance with the method provided for in the Bylaws, which shall conform to the provisions of Florida Statutes.

The number of initial directors constituting the Corporation's Board of Directors shall be 3 until the first annual meeting of the corporation, at which time directors shall be elected. The following persons shall serve as directors until the first annual meeting:

MARY LAW 1200 N.W. 175th Street Miami, FL 33169

ALFONZA LAW 1200 N.W. 175st Street

Miami, FL 33169

DIEUDONNE PARISIEN 18030 N.W. 13th Court Miami, FL 33169

ARTICLE VIII

The names of the initial officers who are to serve until the first annual meeting are as follows:

President:

MARY LAW

Vice President:

ALFONZA LAW

Secretary:

DIEUDONNE PARISTEN

Treasurer:

MARY LAW

The authorized number of qualifications of members of the Corporation, the different classes of membership if any, the property, voting and other rights and privileges of Members and their liabilities to dues and assessments and the method of collection thereof, shall be as set forth in the Bylaws.

ARTICLE X

The Corporation is formed solely for charitable, educational, scientific purpose(s). The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, or dividends to the Members thereof, or to any individual, 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 its specific and primary purpose(s). The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, educational, scientific purposes, and no part of the profit or net income of the Corporation shall inure to the benefit of the Directors, Officers, or Members thereof or to the benefit of any individual.

ARTICLE XI

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to a non-profit organization and used exclusively to accomplish the general purpose for which this Corporation is organized. 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 County in which the Corporation's principal office is located, upon petition therefor the Attorney General or by any person concerned in the liquidation.

ARTICLE XII

The name and street address of the persons signing those Articles of Incorporation are:

MARY LAW/

1200 N.W. 175th Street

Miami, FL 33169

ALIONZALAW

1200 N.W. 175st Street

Miami, FL 33169

DIEUDONNE PARISIEN 18030 N.W 13th Court

Miami, FL 33169

ARTICLE XIII - REGISTERED AGENT

The street address of the initial registered office of this corporation is 1200 N.W. 175th Street, Miami, Florida 33169 and the name of the initial registered agent of this corporation is MARY LAW.

STATE OF FLORIDA) SS: COUNTY OF DADE)

The foregoing Articles of Incorporation of ISAIAH & EZEKIEL LAW FOUNDATION CORP. were acknowledged before me this \(\frac{1}{2} \) day of \(\frac{AUGUST_1O}{AUGUST_1O} \) of 1996, by MARY LAW, ALFONZA LAW, and DIEUDONNE PARISIEN as Incorporators.

Notary Public



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ISAIAH & EZEKIEL LAW FOUNDATION CORP. at the place designated in the Articles of Incorporation, MARY LAW agrees to act in this capacity, agrees to comply with the provisions of Section 48.091 of the Florida Statutes relative to keeping open such office, is familiar with, and accepts the obligations provided for in Section 607.325 of the Florida Statutes.

Date: 10-8-96

Mary Jaw

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W.P. Verifier



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 27, 1997

EMPIRE

MIAMI, FL

SUBJECT: ISAIAH & EZEKIEL LAW FOUNDATION CORP.

Ref. Number: N96000005231

We have received your document for ISAIAH & EZEKIEL LAW FOUNDATION CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The date of adoption of each amendment must be included in the document.

This corporation is non-profit. Therefore, the statute number must be corrected and the statement of adoption should reflect "member" approval.

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) 487-6903.

Nancy Hendricks Corporate Specialist

Letter Number: 097A00010371

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

97 HAR 12 PH 2: 28

OF

ISAIAH & EZEKIEL LAW FOUNDATION CORP.

Pursuant to the provisions of Section 617.1006, Florida Statutes, this non-profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted February 26, 1997:

Article IV is amended to delete in its entirety, the third paragraph as follows:

"Further, to do any and all lawful activities necessary to the fulfillment of our above stated purpose, objectives and goals either directly or indirectly, through Joint Ventures with outs whether they be natural or unnatural persons, foundations, governmental bodies, agencies, etc.

SECOND: Amendment adopted-February 26, 1997:

Article VI is amended to provide a deletion of the initial paragraph, to be replaced by the following:

"The Corporation shall not participate in , or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to any candidate for public office."

THIRD: Amendment adopted February 26, 1997:

Article XI is amended by substituting and deleting the entire paragraph, to be replaced with the following:

" Upon dissolution of this corporation 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 Federal Tax Code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose."

The above amendments were adopted by the board of directors with no members entitled to vote, February 26, 1997.

I hereby certify that the statements contained in the foregoing Articles of Amendments are true and correct.

Sworn to and subscribed before me this 10th day of March, 1997.

Mary Law, President Isaial & Ezekiel Law Foundation Corp.

My Commission expires:

TERRY V. PERCY
COMMISSION & CC 635681
EXPIRES MAR 02, 2000
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ATLANTIC ROLL