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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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November 8, 1996

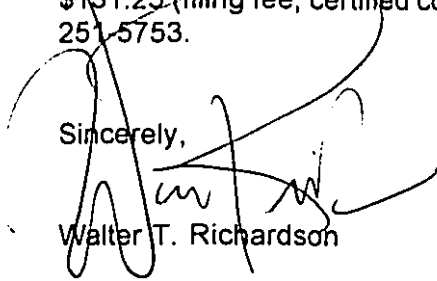
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

W96-25030
626

SUBJECT: SWEET HOME MINISTRIES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$131.25 (filing fee, certified copy and certificate). My daytime telephone number is (305) 251-5753.

Sincerely,



Walter T. Richardson

17201 S.W. 103 Avenue
Miami, Florida 33157

28
12-28-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 27, 1996

WALTER T. RICHARDSON
17201 S.W. 103 AVENUE
MIAMI, FL 33157

SUBJECT: SWEET HOME MINISTRIES, INC.
Ref. Number: W96000025030

We have received your document for SWEET HOME MINISTRIES, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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 Hyma
Document Specialist

Letter Number: 296A00053713

**ARTICLES OF INCORPORATION
of
THE SWEET HOME MINISTRIES INCORPORATED**

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96 DEC 20 11:10:28
S. J. HALL
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME AND ADDRESS**

The name of this corporation shall be: **THE SWEET HOME MINISTRIES, INC.**
The principal address of this corporation shall be: 17201 SW 103rd Avenue, Miami,
Florida 33157.

**ARTICLE II
ENABLING LAW**

This corporation is organized pursuant to §617.0302, Fla. Stat. as a not for
profit corporation.

**ARTICLE III
PURPOSES**

The purposes for which this Corporation are organized are exclusively
charitable, cultural, scientific and educational, within, meaning of Section 501(c)(3) of
the Internal Revenue Code of 1986, as amended and the Regulations promulgated
thereunder, being principally to plan, promote, develop, operated, and maintain a
community based organization in the vicinity of West Perrine, the activities of which
shall include, but not be limited to, resolution of a number of critical and recognized
problems among youth and adults (e.g., used and sale of illegal drugs, teen
pregnancy, homelessness, unemployment, lack of education, etc.) by the offering of
specific remedial and social service programs and services for the benefit of the
general population, students, teacher, the homeless, education and other institutions,
and the general public. Toward that end, the Corporation shall be empowered to:

1. Take and hold, by bequest, gift, grant, purchase, lease, or otherwise, any
property, tangible, or intangible, or any undivided interest therein, without
limitation as to amount or value.
2. To contract for the operation or management of any part of the facility.
3. To contract for the operation of programs on or in the facility or, at the
Board of Directors' discretion, at alternate sites as may be deemed
desirable.
4. To advertise and promote within or without the State as to the facility and
activities of the Corporation.

5. To sell, convey, or otherwise dispose of, any such property, and to invest, reinvest, or deal with, the principal thereof, of the income therefrom, in such manner as, in the judgment of the Corporation's Board of Directors, will best promote the purposes of the Corporation, and without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any other law applicable thereto
6. To receive income from various sources, including fees, rent, grants, loans, and/or any other appropriate source determined to be necessary to carry out the purposes of the Corporation, and to determine the best use of those receipts through preparation of annual budgets, approved by the Board of Directors with the advice and guidance of a Certified Public Accountant and other professionals as warranted, except that no dividends, or part of any income, shall inure, or be paid to any Board member, Director, or other person affiliated with the Corporation, excepting only salaries for hired staff and professional assistance, from the receipts of the Corporation.
7. To have and exercise any and all powers conferred upon corporations, under the statutes of the State of Florida, provided, however, that this Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth above.
8. Other provisions of these Articles of Incorporation notwithstanding, this Corporation shall not carry on any other activities not permitted to be undertaken by: a) a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law, or b) a corporation to which contributions are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue law.
9. To the extent permitted by law, to exercise its rights, powers, and privileges by holding meetings of its members and the Board of Directors, and by having one or more offices, by employing personnel, and by establishing branches, subdivisions, and agencies, in any part of the world.
10. Alone, or in cooperation with other persons or organizations, to do any and all lawful acts and things which may be necessary, useful, suitable, or proper, for furtherance, accomplishment, or attainment of any or all of

the purpose or powers of the Corporation, provided, however, that the Corporation may not exercise any power, either expressed or implied, in such a manner as would disqualify the Corporation from exemption from income tax under Section 501(c)(3) of the Internal Revenue Code.

- 11 Notwithstanding the powers and purposes enumerated else where in these Articles, the Corporation shall be restricted as follows: no part of the net earnings of the Corporation shall inure to the benefit of any Board member, other member, officer, or other associate or representative of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in effecting one or more of its purposes), and no Board member, other member, officer, or private individual, shall be entitled to share the distribution of the Corporation's assets upon dissolution of the Corporation.

ARTICLE IV
TERM

The period of the duration of this Corporation is perpetual, unless dissolved according to law.

ARTICLE V
QUALIFICATIONS OF MEMBERS

The qualifications of members of the Corporation, the authorized number, and the manner of the admission of members to this Corporation, the different classes of membership, if any, the privilege of voting and other rights and privileges of members the liability of members and/or dues of assessments, and the method of collection thereon in the termination and transfer of membership, shall be as set forth in the By-Laws of this Corporation.

ARTICLE VI
ELECTION/APPOINTMENT OF DIRECTORS

The manner of election of Directors shall be set-forth in the by-laws of the corporation.

ARTICLE VII
MANAGEMENT OF CORPORATE AFFAIRS

- A. Board of Directors: the powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number of Directors herein provided for shall be as set forth in the By-Laws of the Corporation, providing, however, that there shall never be less than nine members on the Board of Directors.
- B. Employment of Staff: the Board of Directors may retain staff for the purpose of conducting day-to-day management and supervision of Corporation affairs, consistent with policies and directions set by the Board, and with the

qualifications and provisions outlined in the By-Laws.

ARTICLE VIII

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Barbara A. Howard
11818 SW 100 Terrace
Miami, Florida 33186

ARTICLE IX

BYLAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws be amended or appealed in whole, or in part, in the manner provided therein. Any amendment to the By-Laws shall be binding on all members of this Corporation.

ARTICLE X

AMENDMENT OF ARTICLES

The Corporation shall have the power to amend, alter, change or repeal any provision of its certificate of incorporation in form or substance when proposed and approved by its Board of Directors by a vote of not less than majority of the members of the Board.

ARTICLE XI

DISSOLUTION

In the event of dissolution of this Corporation, the residual assets of the Corporation will be distributed to one or one or more organizations of the type described in Sections 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986, and corresponding provisions of any subsequent federal tax laws, or to the federal, state, or local government, for exclusive public purposes and use.

ARTICLE XII

NON-DISCRIMINATION

No person shall be denied membership, association with, participation in the programs of, or other involvement with the business and services of the Corporation on the basis of race, creed, national origin, age, sex, handicap, or religion.

This principle shall be reflected in the By-Laws, and in the policies and programs subsequently enacted by the Board.

ARTICLE XIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or any former director, to the full extend of the law.

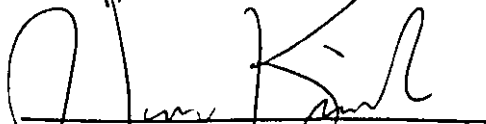
**ARTICLE XIV
INCORPORATORS**

The names and the street addresses of the incorporators for these corporation are:


Walter T. Richardson
10745 SW 173 Terrace
Miami, Florida 33157

Barbara A. Howard
11818 SW 100 Terrace
Miami, Florida 33186

The undersigned incorporators have executed these Articles of Incorporation this 11 day of November 1996.



Walter T. Richardson



Barbara A. Howard

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is : **SWEET HOME MINISTRIES, INC.**
2. The name and address of the registered agent and office:
BARBARA A. HOWARD
11818 SW 100 TERRACE
MIAMI, FLORIDA 33186

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 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.

B. Howard
Signature

November 15, 1996
Date

FILED
96 DEC 20 PM 10:28
TALLAHASSEE
SECRETARY OF STATE