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TRANSMITTAL LETTER

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

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-12/05/97--01085--002
*****78.75 *****78.75

SUBJECT: Others International, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Melissa R. Hunt
Name (Printed or typed)

4150 N. E. 1st Terr
Address

Pompano Beach, FL 33064
City, State & Zip

MELISSA

GAVE

AUTHORIZATION BY PHONE TO
CONTACT ELECTIONS
DATE 12-8-97
BY EXAM QV

(954) 785-2396

Daytime Telephone number

FILED
97 DEC -5 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

QV 12-8-97

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ARTICLE OF INCORPORATION

ARTICLE I NAME

1.1 Name

The name of the Corporation is OTHERS INTERNATIONAL, INCORPORATED.

ARTICLE II Principle Place of Business

The principle place of business shall be 871 N.W. 4th Avenue, Pomp. Beach, Florida 33060

ARTICLE III PURPOSE

2.1 General

The Corporation is organized as a non-profit business. The purpose of which is to transact all lawful business for which a Corporation may be organized under the Business Corporation Act of the state of Florida.

2.2 Article II. The said corporation/organization is organized exclusively for charitable, educational, religious, or scientific purposes, within the meaning of section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE IV

The manner in witch Directors elected or appointed are stated
3.1 Directors in the bylaws.

The initial Board shall consist of Directors and names and addresses of the person who shall serve as Directors until their successors be elected and qualified are:

Caren Massey- 2320 N.W. 28th Street, Ft. Lauderdale, Fl 33311

Vivian Young- 545 N.W. 21st Court, Pomp. Beach, Fl 33060

Shirley Timmons- 4391 N.W. 19th Street #270, Laurderhill, Fl 33313

Charmaine Clarke- 2914 S.W. 67th Terrace, Mirmar

Doris Crowder- 851 N. Powerline Road, #229, Pompano Beach, Fl 33069

POWERS OF THE CORPORATION

3.2 Power

- (a) To sue, Complain and defend in the corporate name.
- (b) To adopt a corporate seal which may be altered at pleasure, and use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.
- (c) To purchase, take, receive, lease, otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.
- (d) To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of the corporation property and assets.
- (e) To lend money and use its credit to assist corporation employees.
- (f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.
- (g) To make contracts and guarantees and incur liabilities, borrow money at rates of interest as it may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of the Corporation's property and income.
- (h) To lend money for any corporate purpose, invest and reinvest its funds, and take and hold their payment of funds so loaned or invested.
- (i) To conduct its business, carry on its operations and have offices and exercise the powers granted herein, within or without this State.

- (j) To make donations for the public welfare charitable, scientific or educational purposes.
- (k) To transact any lawful business which the Board of Directors shall find will be an aid of governmental policy.
- (l) To pay pensions and establish plans, pension trusts, profits sharing plans, and other incentive plans for any or all of its Directors, Officers, and employees.

ARTICLE 3.3

Article III. Upon dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, i.e. charitable, educational, religious, or scientific, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

However, if the name recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the asset of this corporation/organization shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE V STOCK

5.1 A Non stock Corporation

The corporation is not authorized to issued any capital or common stock.

ARTICLE VI AMENDMENT OF ARTICLES OF CORPORATION

6.1 Amendments to Articles

The Corporation may amend its Articles of Incorporation,

from time to time, so as:

- (a) To change its corporate name.
- (b) To change its period of duration.
- (c) To change, enlarge or diminish its corporate purposes.

ARTICLE VII

BY-LAWS

7.1 Initial By-laws

The initial By-laws of the corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-laws or adopt new By-laws, shall be vested in the Board of Directors. The By-laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the law or the Article of Incorporation.

ARTICLE VIII

DIVIDENDS

8.1 Dividends in General

The corporation is not authorized to pay dividends.

ARTICLE IX

CONFLICTS OF INTEREST

9.1 Contracts with Directors and Officers

No contract or other transaction between the Corporation and one more of its Directors or any other corporation, form, association or entity in which or more of its Directors are Directors or officers or are financially interested, shall be either void or voidable because such Director or Directors present at the meeting Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purpose if:

- (a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or

consent sufficient for the purpose without counting the votes or consent of such interested Directors; or

(b) the contract or transaction is fair and reasonable to the corporation. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors which authorizes, approves or ratifies such contract or transaction.

9.2 Lending to Directors

The corporation shall not lend money to or use its credit to assist its Directors, without the consent of a majority of the Board of Directors, but may lend money to and use its credit to assist any employee who is a Director of the Corporation, if the Board of Directors decides that such a loan or assistance may benefit the Corporation.

9.3 Article IX. No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members trustees, directors, officers or other private persons, except that the corporation/organizations shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c) (3) purposes. No substantial part of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization 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.

9.4 Notwithstanding any provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future federal tax code) or (b) by a corporation/organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE X BOARD HAS POWER TO APPOINT A COMMITTEE

10.1 Office

The Board of Directors shall have the power to designate one or more committees, each committee to consist of one or more Directors of the Corporation.

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97 DEC -5 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XI
REGISTERED AGENT

- 11.1 The name of the agent is Melissa R. Hunt
- 11.2 The address of the initial registered agent is:
4150 N. E. 1st Terrace, Pompano Beach, Florida 33064

ARTICLE XII
INCORPORATION

- 12.1 Incorporator
The name(s) and addresses of the incorporators who are 18
years of age and older, are as follows:

NAME	ADDRESS
Melissa R. Hunt	4150 N. E. 1st Terrace, Pompano Beach, FL 33064

WHEREFORE, Melissa R. Hunt wishing to form a corporation under the general laws of the State of Florida, sign and acknowledge the above Articles of Incorporation.

Melissa R. Hunt
Melissa R. Hunt

12/1/97
Date

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.

Melissa R. Hunt
Signature/Registered Agent

12/1/97
Date