

19800001340

Secretary of State, Florida
 22 N. Magnolia St. Ste 101
 Orlando, FL 32801
 Phone # 407-648-2710

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. New Beginning Service
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #) **300002448973-1**
 -03/06/98--01008--026
 *****245.00 *****122.50
3. _____
 (Corporation Name) (Document #)
4. _____
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 98 MAR -6 PM 2:05
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 98 MAR -6 AM 10:00
 DIVISION OF CORPORATIONS
 Carolyn Cannon
 921-8316

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NEW BEGINNINGS SERVICE, INC.

The undersigned subscribers to these Articles of Incorporation, natural Persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be New Beginnings Service, Inc.

ARTICLE II - PURPOSE

The purpose for which this Corporation is organized is to provide a comprehensive program of development alternatives and direction for at risk youth, and young adults.

A. The specific and primary purposes are:

(1) The purpose of which the corporation is organized are exclusively benevolent charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United Internal Revenue Law.

(2) Notwithstanding any other provisions of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Revenue Law.

(3) The corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes, and no part of the income or assets of the Corporation shall be distrusted to, nor to inure to the benefit of any individual.

B. In furtherance, but not limitation of the foregoing benevolent, charitable, scientific,

literary, and educational purposes, the Corporation shall have the following powers.

(1) To collect and disseminate statistics and other information, to conduct investigations, to engage in various fund raising activities to conduct promotional activities, including advertising and publicity, in or by any suitable manner or media.

(2) To buy, own, sell assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth herein.

(3) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.

(4) To consider and deal by all lawful means with common problems involved in the promotion of economic growth and development among members, through the provision of financial services and support, pooling of financial resources, participation in community enrichment projects, and to secure and advance cooperative action in advancing common purposes of the members of the association.

ARTICLE III - MEMBERSHIP

A. ACTIVE MEMBERSHIP. Any natural person is eligible to become an active member of NEW BEGINNINGS Service, Inc. with full participation and other privileges, provided he/she is qualified under such rules as the officers of the Corporation may provide. The corporation does not discriminate in its membership practices, on the basis of race, creed, sex, national origin, or handicap.

B. ASSOCIATE MEMBERSHIP. Anyone interested in the activities of the Corporation may be awarded an associate membership under such terms and with such privileges

as the Officers of the Corporation may determine.

C. **VOTING.** On those issues which may from time to time be brought up for a vote, by the direction of the Board of Directors, each active member shall be entitled to one vote. Proxy voting is permitted.

ARTICLE IV - EXISTENCE

The existence of this Corporation shall be perpetual.

ARTICLE V - MEETINGS

A. **ANNUAL MEETING.** There shall be an annual meeting during the month of July, unless otherwise ordered by the Board of Directors, for voting and transacting other business. Meetings shall be open to all members, of the Board of Directors. Notice of these meetings, issued by the Secretary shall be made to the last recorded address of each member of the Board of Directors, at least ten (10) days before the time appointed for the meeting.

B. **QUORUM.** A majority of the members of the Board of Directors who are present at any one meeting shall represent a quorum.

ARTICLE VI - ADDRESS

The street address of the initial office of the Corporation shall be 227 N. Magnolia Avenue, Suite 101, Orlando, Florida 32801. The Executive Committee may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII - DIRECTORS

This Corporation shall have three Directors initially. The number of Directors may be increased or diminished from time to time, by the bylaws, but shall never be less than three.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the first Board of Directors, who shall be elected according to the

bylaws and who shall hold office until their successors are appointed by vote of the Board of

Directors, are as follows:

PRESIDENT: Gregory Thomas
227 N. Magnolia Avenue, Suite 101
Orlando, Florida 32801

VICE-PRESIDENT: Donna K. Sweeting
227 N. Magnolia Avenue, Suite 101
Orlando, Florida 32801

SECRETARY/TREASURER: TERRI BRANCH WARREN
227 N. Magnolia Avenue, Suite 101
Orlando, Florida

ARTICLE IX - AMENDMENTS TO ARTICLES

These articles may be amended or repealed, in whole or in part, by a majority vote of the Board of Directors.

ARTICLE X - BYLAWS

Bylaws will be hereafter adopted. Such bylaws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the bylaws shall be binding on all members, including those who may have voted against them.

ARTICLE XI - DISTRIBUTION OF ASSETS

In the event of dissolution, the residual assets of the organization will be turned over to one, or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

ARTICLE XII- 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, Officer, or Incorporator of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney fees and disbursements, incurred by him (or by his heirs, executors, or administrators) in conjunction with the defense settlement of such action, suit proceeding, or in conjunction 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, Officer, or Incorporator 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, Officer, or Incorporator or such heirs, executors or administrators may be entitled apart from this Article.

ARTICLE XIII - REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 227 N. Magnolia Avenue, Suite 101, Orlando, Florida 32801, and the name of the initial registered agent is **GREGORY THOMAS**

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of the Articles of Incorporation at Orange County, Florida this 3 day of March, 1998.


GREGORY THOMAS

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority personally appeared, **GREGORY THOMAS**, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth. IN

WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said

County and State, this 3rd day of March, 1998.

Melanie J. Westfield
NOTARY PUBLIC

My commission expires:

MELANIE J. WESTFIELD
Notary Public - State of Florida
My Commission Expires Jun 25, 2000
Commission # CC 566548

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of the Articles of Incorporation at Orange County, Florida this 3rd day of March, 1998.

Donna K. Sweeting
DONNA K. SWEETING

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, DONNA K. SWEETING, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth. IN

WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said

County and State, this 3rd day of March, 1998.

Melanie J. Westfield
NOTARY PUBLIC

My commission expires:

MELANIE J. WESTFIELD
Notary Public - State of Florida
My Commission Expires Jun 25, 2000
Commission # CC 566548

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of the Articles of Incorporation at Orange County, Florida this 3rd day of March, 1998.

Terri Branch Warren
TERRI BRANCH WARREN

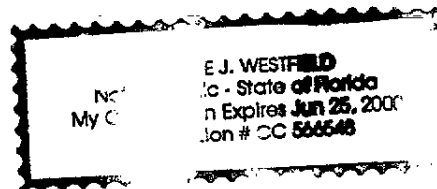
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, TERRI BRANCH WARREN,

who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth. IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said

County and State, this 3rd day of March, 1998.

E. J. Westfield
NOTARY PUBLIC



My commission expires:

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agents, in the State of Florida.

1. The name of the corporation, is NEW BEGINNINGS SERVICE, INC.
2. The name and address of the registered agent and office is:

GREGORY THOMAS
227 N. Magnolia Avenue, Suite 101
Orlando, Florida 32801

Gregory Thomas

GREGORY THOMAS (Corporate Officer)

Title: President

Date: 3/2/98

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 THE 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.

Gregory Thomas
GREGORY THOMAS

3/3/98
Date

FILED
98 MAR -6 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA