

TRANSMITTAL LETTER

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-12/24/98--01039--021
*****131.25 *****87.50

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

~~\$131.25~~
Filing Fee,
Certified Copy
& Certificate

FROM:

Name (Printed or Typed)

Address

City, State & Zip

Daytime Telephone Number

FILED
99 JAN -8 AM 9:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Please provide the original and one copy of the Articles

5



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 29, 1998

VERA JOY
1600 N.E. 157TH TERRACE
NORTH MIAMI BEACH, FL 33165

SUBJECT: BACK TO EDEN (THE GARDEN OF DELIGHT), INC.
Ref. Number: W98000029004

We have received your document for BACK TO EDEN (THE GARDEN OF DELIGHT), 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):

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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 (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 498A00060709

**ARTICLES OF INCORPORATION
OF
BACK TO EDEN (THE GARDEN OF DELIGHT), INC.**

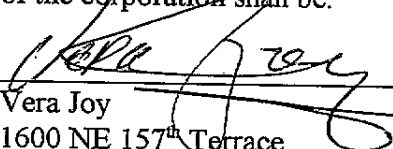
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SECTION ONE: The name and address of this principal corporation is **Back To Eden (The Garden of Delight), Inc. 1600 NE 157th Terrace, North Miami Beach, Florida 33165**. The corporation is organized pursuant to Florida Nonprofit Corporation Code.

SECTION TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable and educational purposes to aid individuals and families toward a life of self-sufficiency. The programs will consist of: but shall not be limited to educational development, economic empowerment, community enrichment, social reconstruction and miscellaneous programs to aid those in need.

SECTION THREE: The duration of this corporation shall be perpetual, no stock shall be issued.

SECTION FOUR: The address of the **REGISTERED OFFICE** is **1600 NE 157th Terrace, North Miami Beach , Florida 33165**, and the name of the registered agent of the corporation shall be:


Vera Joy
1600 NE 157th Terrace
North Miami Beach, Florida 33165

SECTION FIVE:

- (a) This corporation is organized and operated exclusively for Educational and Charitable Purposes within the meaning of Section 501(c)(2)(3) of the Internal Revenue Code.
- (b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities it is not permitted to carry on :
 - (1) by a corporation exempt from federal income tax under Section 501(c)(2)(3) of the Internal Revenue Code;
 - or
 - (2) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

SECTION SIX:

The Directors are elected in accordance with By-Laws. The name and address of the persons appointed to act as initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Vera Joy-Naylor President	1600 NE 157 th Terrace North Miami Beach, Florida 33162
Adrienne Kinowski Vice-President	515 Meadow Circle Boynton Beach, Florida 33462
George Naylor Treasurer	1600 NE 157 Terrace North Miami Beach, Florida 33162
Zeronie N. Grant Secretary	8430 East Dixie Highway Miami, Florida 33138
Ryan Kirkland Director	10 Vineyard Drive Savannah , Georgia 2300
George James Director	2321 Riverdale Drive Miramar, Florida 33025
Mark Kinowski Director	515 Meadow Circle Boynton Beach, Florida 33462

SECTION SEVEN:

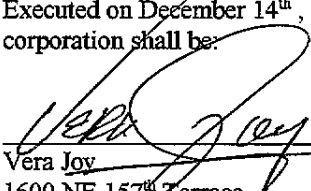
The property of this corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

SECTION EIGHT:

On the dissolution or winding up of the organization, its assets remaining after payment of, or provision for payment of all debts, and liabilities of this organization shall be distributed to a nonprofit fund, foundation or corporation, which is organized and operated exclusively for Religious, Charitable and Educational purposes under Section 501(c)(2)(3) of the Internal Revenue Code, 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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

SECTION NINE:

Executed on December 14th, 1998. The name and address of the incorporator of this corporation shall be:


Vera Joy
1600 NE 157th Terrace
North Miami Beach, Florida 33162

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

PURSUANT TO THE PROVISIONS OF SECTION 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:

Back To Eden (The Garden of Delight), Inc.

(Must include suffix)

2. The name and address of the registered agent and office is:

Vera Joy

(NAME)

1600 NE 157th Terrace

(P O Box or Mail Drop Box NOT ACCEPTED)

North Miami Beach, Florida 33165

(CITY/STATE/ZIP)

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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.


(SIGNATURE)

1/7/99
(DATE)