

TRANSMITTAL LETTER

N99 0000 01145

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

700002762957--8

-02/03/99--01014--010

*****78.75 *****78.75

SUBJECT:

GARDEN OF EDEN, 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 of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate
of Status

ADDITIONAL COPY REQUIRED

FILED
99 FEB 22 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM:

UCR ASSOCIATES, INC

Name (Printed or typed)

6239 EDGEWATER DR # V1

Address

ORLANDO, FL 32810

City, State & Zip

407-523-0020

Daytime Telephone number

FEB 23 1999

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 8, 1999

UCR ASSOCIATES INC
6239 EDGEWATER DR #VI
ORLANDO, FL 32810

SUBJECT: GARDEN OF EDEN, INC.
Ref. Number: W99000003125

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GARDEN OF EDEN, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 199A00005465

ARTICLES OF INCORPORATION
OF
GARDEN OF EDEN CHARITIES, INC.

The undersigned subscriber to these Articles of incorporation, a natural person competent to contract, and a citizen of the united states, desiring to form a non-profit corporation under the laws of the state of Florida, do hereby certify:

ARTICLE I. NAME

The name of this cooperation shall be:

GARDEN OF EDEN CHARITIES, INC.

ARTICLE II. ADDRESS

The initial street address of the principal office of the corporation in the state of Florida shall be: 1307 N. Pine Hills Rd, FL 32808. The Board of Directors may from time to time move the principle office to any other place or places as may be designated by the Board of Directors.

ARTICLE III.SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is:

NAME

AUGUSTINA PEASAH

ADDRESS

1307 N. PINE HILLS RD FL32808

ORLANDO, FL.

ARTICLE IV.REGISTERED OFFICE AND REGISTERED AGENT

The street address of the office registered for the corporation shall be 1307 N. Pine hills Rd, FL 32808. The initial registered agent shall be Augustina Peasah

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TALLAHASSEE, FLORIDA

ARTICLE V. PURPOSE

The purpose of this corporation shall be to operate exclusively for charitable, scientific and educational purposes, and in furtherance of such goals is authorized to do any or all activities which it is empowered to do under chapters 617 and 607, as appropriate; provided, however, that nothing herein shall be construed as allowing any activities which would jeopardize the corporation's tax-exempt status or otherwise be inconsistent with its classification as an organization described in section 501(c)(3) of the Internal Revenue Code of 1996 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. Briefly among other activities, the corporation shall provide accommodation for woman in need of deliverable and help from drugs and alcohol. Provide shelter, food and cloths for abused girl's ladies and women who have no place to go.

ARTICLE VII PROHIBITED ACTIVITIES

Notwithstanding the provisions of Article III herein above, nothing herein shall be construed to permit the Corporation to engage in any activity which would be inconsistent with its classification as an organization described in section 501(c)(3) of the Internal Revenue Code of 1996 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. As such, the Corporation shall not allow any expenditure of any part of the net earnings of corporation to inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), nor shall any member, director, or officer of the Corporation, or any private individual, be entitled to share in a distribution of the Corporation's assets on dissolution of the Corporation nor shall a substantial part of the activities of the Corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office. Provided, further, that if any time the Corporation is deemed to be a private foundation as defined by section 509 of the Internal Revenue Code of 1996 as amended from time to time, then for so long as the Corporation is deemed a private Foundation, the following provisions shall also be applicable:

1. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 the Internal Revenue Code of 1996, or corresponding provisions of any subsequent federal tax laws.
2. The Corporation shall not engage in any act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code of 1996, or corresponding provisions of any subsequent federal tax laws.

3. The Corporation shall not retain any excess business holdings as defined in Section 4943 © of the Internal Revenue Code of 1996, or corresponding provisions of any subsequent federal tax laws.
4. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1996 or corresponding provisions of any subsequent federal tax laws.

ARTICLE VIII DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the corporation. Assets shall be distributed for one or more exempt purposes within the meaning of Section 501 © (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to federal government, for public purposes. Any such assets not so disposed of by a court of competent jurisdiction in the county in which the principle office of the corporation is then located.

IN WITNESS WHEREOF, I, the undersigned subscriber, have hereunto set my hand and seal, this 1 day of Feb. 1999 for the purpose of forming this corporation under the laws of the State of Florida, and do hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.


AUGUSTINA PEASAH

STATE OF FLORIDA

COUNTY OF Orange

I here certify that on this day, before me, a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared **AUGUSTINA PEASAH**, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before that he subscribed to these Articles of Incorporation.

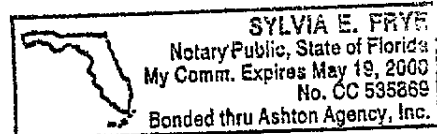
Sworn to and subscribed before me this 1st day of February
1999


NOTARY PUBLIC, State of Florida

Identification:

Fl. Driver
license

My Commission expires: 5-19-2000



**CERTIFICATE DESIGNATING
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the Undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the office/-registered agent, in the state of Florida.

1. The name of the corporation is:

GARDEN OF EDEN CHARITIES, INC.

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

**AUGUSTINA PEASAH, 1307 N. PINE HILLS RD FL 32808
ORLANDO, FL**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Augustina Peasah
Signature

President
Title

2-1-99
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes

Augustina Peasah
Signature - Registered Agent

2-1-99
Date