

N 99000004842

August 2, 1999

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

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TO WHOM IT MAY CONCERN:

Please accept these articles for filing in full compliance with Florida Law.

Thank you for your attention to this matter.

Sincerely,

Threasa M. Hysell

Threasa M. Hysell
Director of Operations

FILED
99 AUG -9 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/13/99

**ARTICLES OF INCORPORATION
OF
THE DREAMS CENTER, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is **THE DREAMS CENTER, INC.** Its mission is to develop respect, esteem, attitudes, and motivation for success.

ARTICLE II

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes.

ARTICLE III

This corporation shall begin its existence when filed and shall have a perpetual existence thereafter.

ARTICLE IV

The powers of this corporation shall be exercised and its properties controlled, and its affairs conducted, by its Board of Directors. The number of directors of the

corporation shall be not less than five (5) and not more than seven (7); provided, that such number may be changed by by-laws duly adopted by the Board of Directors.

The directors named herein shall hold office until the first meeting of members for the purpose of electing directors to be held within six (6) months after the filing of these Articles of Incorporation at which time the directors will be elected. Directors shall serve for a term of not less than one (1) year and not more than three (3) years as set forth in the by-laws of the corporation. A director may succeed himself or herself in office and there shall be no limit on the total number of years a director may serve. The annual meeting of the corporation shall be held at the time and place set forth in the corporation by-laws.

Any action required or permitted to be taken by the Board of Directors under any provisions of law may be taken without a meeting, if all members of the Board shall individually or collectively consent, in writing, to such action. Such written consent or consents shall be filed with the minutes of the Board and any such action by written consent shall have the same force and effect as if taken by the unanimous vote of the Board. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by unanimous written consent of the Board, without a meeting, and that the Articles of Incorporation and by-laws of this corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE V

The names and addresses of the first members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Lonnie Ray Johns, Jr.	Route 10, Box 453 Lake City, Florida 32025
Jonathon Mark Johns	Route 6, Box 436 Lake City, Florida 32025
Threasa Hysell	1 St. James Avenue Lake City, Florida 32025
David Nichols	Route 12, Box 148-C Lake City, Florida 32025
Bill Standlick	Route 11, Box 161 Lake City, Florida 32024

The officers of the corporation shall include its President; Vice President; Director of Operations (Secretary and Treasurer); and such other officers as may be set forth in the duly adopted by-laws of the corporation. Initially, such officers shall be elected by the Board at the first meeting of the Board after the effective date of these Articles of Incorporation. Thereafter, such officers shall be elected by the Board at the annual meeting of the Board of Directors each year. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Lonnie Ray Johns, Jr.	Route 10, Box 453 Lake City, FL 32025	President (Chairman)
Jonathon Mark Johns	Route 6, Box 436 Lake City, FL 32025	Vice-President (Co-Chairman)
Threasa Hysell	1 St. James Avenue Lake City, FL 32025	Director of Operations (Secretary and Treasurer)

ARTICLE VI

The names and residence addresses of the subscribers of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Lonnie Ray Johns, Jr.	Route 10, Box 453 Lake City, Florida 32025
Jonathon Mark Johns	Route 6, Box 436 Lake City, Florida 32025
Threasa Hysell	1 St. James Avenue Lake City, Florida 32025

ARTICLE VII

The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in Columbia County, Florida. The name

and address of this corporation's registered agent is **THREASA HYSELL**, 1 St. James Avenue, Lake City, Florida 32025. This shall be the official business address for the corporation.

ARTICLE VIII

Subject to the limitations contained in the by-laws and any limitations set forth in the Corporation Not for Profit Law of Florida concerning corporate actions that may be authorized or approved by the Board of the corporation, by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, either by a resolution of the Board or by following the procedures set forth therefor in the by-laws.

ARTICLE IX

A. The specific primary purposes for which this corporation is formed are to operate on faith-based values for community enhancement, and other charitable purposes by the distribution of its funds for such purposes, including but not limited to providing counseling, recreational facilities, planning and mentoring for at-risk youth, unwed mothers, senior citizens, and under-privileged persons.

B. The general purposes for which this corporation is formed are to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(C)(3) of the Internal Revenue Code of 1954 or corresponding

provisions of any subsequent federal tax laws, including for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that Code.

C. The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

D. Notwithstanding any other provisions of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by:

(1) A corporation 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 Internal Revenue law; or

(2) A corporation, contributions to which are deductible under Section 170(C)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

E. Upon the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the corporation shall be distributed to another organization which is organized and operated exclusively for charitable purposes and which has established its tax exempt status

under Section 501(C)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws as determined by the Board of Directors.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed by a resolution adopted and approved by the Board of Directors and presented for their vote.

Amendments may be adopted by the vote of two-thirds of the Board of Directors.

We, the undersigned, being the incorporators of this corporation and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation the day and year set opposite our names.

July 4th, 1999

July 4, 1999

July 4, 1999

Lonnie Ray Johns, Jr. (SEAL)
LONNIE RAY JOHNS, JR.

Jonathon Mark Johns (SEAL)
JONATHON MARK JOHNS

Theresa Hyell (SEAL)
THEREASA HYSELL

**STATE OF FLORIDA
COUNTY OF COLUMBIA**

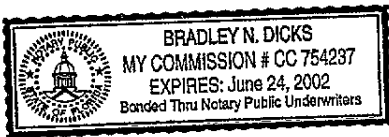
BEFORE ME, the undersigned authority, personally appeared **LONNIE RAY JOHNS, JR., JONATHON MARK JOHNS** and **THREASA HYSELL**, to be known to be the persons described herein as subscribers and who executed the foregoing Articles of Incorporation on the dates set opposite their names, and that they subscribed to these Articles of Incorporation.

WITNESS my hand and seal at Lake City, Columbia County, Florida, on this 4th day of July, 1999.

Bradley N. Dicks
Notary Public, State of Florida

(NOTARIAL
SEAL)

My commission expires:




**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that **THE DREAMS CENTER, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation at the City of Lake City, Florida, has named **THREASA HYSELL**, 1 St. James Avenue, Lake City, Florida 32025, as its' Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.



THREASA HYSELL

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99 AUG -9 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA