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TRANSMITTAL LETTER

FILED
99 SEP 27 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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*****87.50 *****87.50

SUBJECT: LOVING YOU FUND RAISING CONCERTS, 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

ADDITIONAL COPY REQUIRED

FROM: Kathleen A. TERRY
Name (Printed or typed)

7929 EATON AVE
Address

JACKSONVILLE Florida, 32211
City, State & Zip

(904) 720-5297
Daytime Telephone number

PA 5/30/99 ✓

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LOVING YOU FUND RAISING CONCERTS, INC.
A FLORIDA "NOT FOR PROFIT" CORPORATION

We, the undersigned to these Articles Of Incorporation, each a person competent to contract, hereby associate ourselves together, in our Concerts For Crisis Music Ministry, to operate in accordance with the Non-Profit Corporate form pursuant to the applicable provisions of the Statutes of the State of Florida relative to Corporations not for profit, for the purposes and with powers set forth herein.

ARTICLE I. NAME

The name of the Corporation shall be LOVING YOU FUND RAISING CONCERTS, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office of the Corporation shall be located at 7929 Eaton Avenue, Jacksonville Florida, but the Corporation may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors. The principal office shall also be the mailing and registered office address.

ARTICLE III. TERM OF EXISTENCE

The period of duration is perpetual. The Corporation is organized pursuant to the Not For Profit Corporation laws of the State of Florida, on the date which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV. PURPOSE AND POWERS

The purposes of this Corporation shall be exclusively Charitable and Educational and undertake the following activities:

A. For the relief of the poor, the distressed, and the underprivileged, LOVING YOU FUND RAISING CONCERTS, INC. Will use a variety of family entertainment to serve as a bridge over troubled water, that links those in crisis, to the resources of those concerned for making a decision to make a difference through our Concerts For Crisis.

B. LOVING YOU FUND RAISING CONCERTS, INC. Will raise money for non profit corporations that have a 501(C)(3) , helping them with their missions, in securing equipment and supplies, and for expansion of their mission. Our support will also go to individuals that are in crisis that have been overlooked by the system that have life threatening needs such as transplants,

and special medical treatment that they can't afford.

C. The Homeless Crisis in our nation effects everyone, from children, teenagers, single parents, families, senior citizens, veterans, handicapped, drug dependent, mentally ill, sexually abused, physically abused, with a lack of shelters, lack of food, and a lack of medical attention from trained professionals. The estimated 100,000 children that sleep in abandoned buildings, in the alleys, and in boxes need our help now. Our homeless youth are approached by child predators, child pornographers, child abusers, teen prostitution, pimps, drug pushers, and gangs, many within forty eight hours of being out in the streets. We want to help build first an awareness to the general public that each homeless statistic is a real person that needs real help. Then we want to help raise money for homeless coalitions, homeless shelters, food banks, soup kitchens, clothes ministries, health clinics, and for programs that help the homeless overcome the crisis with job skills training for the adults, to complete their education with high school diplomas or GED's.

D. Our goal is to work on the homeless crisis at both ends. Our nation has an estimated thirty-eight million Americans living below the poverty level that aren't homeless, but are just a paycheck away. We have found that fifty percent of the homeless women and children are homeless because they were fleeing abuse. If we don't educate the general public on the root causes of homelessness then we will never be able to supply the demand. Domestic violence has to stop in the homes, the cycle of violence has to be broken so that our next generation doesn't repeat the past generations. Drug abuse has to stop in the home, before it stops in the grave. we want to help fund programs that teach our children in kindergarten through the twelfth grade that we are responsible for our actions, and that we are accountable for them. We want to help the future homeless, to have a different future.

E. We will use every concert as a mirror that reflects the pain that people are living with. We will display pictures of missing children at our fund raising concerts giving statistics a face, an age, and an identity. We will raise money for organizations that are searching for missing children. We will raise money for police departments to secure bloodhounds for tracking missing children, and for tracking senior citizens with alzheimers. We will help in educating families on passwords with their children, on the buddy system, and on safety guidelines to help protect our children from abductions.

F. For the defense of human and civil rights secured by law LOVING YOU FUND RAISING CONCERTS INC. Will raise money for the victims of crimes, from raising money for rewards to get the criminals, to helping the victims get back on their feet with programs designed to counsel them. We will help school resource officers in their drug awareness programs, gang resistance programs, and in helping them to have the materials needed for keeping schools safe, from gun and weapon control detectors, to k-9's for drug detection.

G. We will use our concerts to raise money for our volunteer fire fighters to be able to secure the training and the tools of their trade to save lives. Our concerts will help them to secure tools such as the Hurst jaws of life, or other comparable products that can also be used by other emergency operations to save lives. In the fires of 1998 in Florida we had fire trucks breakdown that had to be towed back to there stations, equipment that was out of date, or unsafe to operate.

ARTICLE V. NO DISTRIBUTION OF GAIN

The Corporation is organized exclusively for Charitable and Educational purposes. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, or Members thereof or to any individual, except as reasonable compensation for the services actually performed in carrying out the Corporation's Charitable and Educational purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to Charitable and Educational purposes no part of which shall inure to the benefit of any individual.

ARTICLE VI. MANNER OF ELECTION OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors that have volunteered to dedicate their time, talents and heart to this special ministry dedicated to Charitable and Educational purposes. The number of Directors of the Corporation shall be not less than (5); provided however that the Board of Directors may, from time to time, increase or decrease the number of Directors, so long as the number of Directors does not exceed (15). The method of election of the Board of Directors shall be stated in the Bylaws. The names and addresses of the initial Board of Directors are:

Anthony w. Terry Sr.
7929 Eaton Avenue, Jacksonville Florida, 32211
Kathleen a. Terry
7929 Eaton Avenue, Jacksonville Florida, 32211
Dollie Lim
1162 11th St.. North, Jacksonville Beach Florida, 32250
Jimmie Dougherty
7812 Free Avenue, Jacksonville Florida, 32211
Laverne Patrick
6316 Elise Drive, Jacksonville Florida, 32211

ARTICLE VII. OFFICERS

Subject to the direction of the Board of Directors, the officers shall administer the affairs of this corporation as designated in the Bylaws, which shall be a president, vice president, and a secretary-treasurer, or a secretary, and a treasurer, all of whom shall serve for such time as determined by the Board from time to time. That any person dealing with this Corporation shall be entitled to rely upon any document signed in behalf of the Corporation by its president or vice president with its Corporate Seal there affixed and attested by the secretary. All other administrative officers and assistants shall be appointed by the officer who will be responsible for their supervision at the approval of their supervisor.

ARTICLE VIII. INITIAL OFFICERS

PRESIDENT: Anthony w. Terry-7929 Eaton Avenue, Jacksonville Florida, 32211

VICE PRESIDENT: Kathleen a. Terry, 7929 Eaton Avenue, Jacksonville Florida, 3211

SECRETARY & TREASURER: Dollie Lim, 1162 11th St. North, Jacksonville Beach Florida, 32250

ARTICLE IX. BYLAWS

The Bylaws of the Corporation shall be adopted by the first Board of Directors, which Bylaws may be altered, amended, modified, or appealed in the manner set forth in the Bylaws.

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto. Written notice setting forth the proposed amendment or a summary of the changes to be effected by the amendment must be given to each Director in the same manner as notice for the meeting. Such amendment shall require the assent of a two-thirds majority vote of the Directors present.

ARTICLE XI. DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the Directors. Upon winding up and dissolution of the Corporation the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(C)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the District in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE XII. INDEMNIFICATION OF DIRECTORS

A Director shall discharge his or her duties as Director, including his or her duties as a member of any committee:

- A. With good faith;
- B. With care an ordinarily prudent person in a like position would exercise under similar

Circumstances; and

C. In a manner he or she reasonably believes to be in the best interest of the Corporation.

In discharging his or her duties, a Director may rely upon information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by;

- A. One or more officers or employees of the Corporation whom the Directors reasonably believes to be reliable and competent in the manner presented;
- B. Legal counsel, public accountants or other persons as to matters the director reasonably believes are within the person's professional or expert competence;
- C. A committee of the Board of Directors of which he or she is not a member, if the Directors reasonably believes the committee merits confidence.

A Director is not liable for any action taken as a Director, or failure to take any action, if he or she performed the duties of his office in reliance on this provision.

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 or she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by his or her heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceedings or in connection 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 or Officer is liable for negligence or misconduct in the performance of his or her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE XIII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent and office of the Corporation is:

Kathleen A. Terry, 7929 Eaton Avenue, Jacksonville Florida, 32211

ARTICLE XIV. INCORPORATOR

FILED

The name and address of the Incorporator to these Articles of Incorporation are:

99 SEP 27 PM 3: 22

Kathleen G. Terry
Signature/Incorporator

9-23-99
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7929 EATON AVE JACKSONVILLE FL 32211
Address

STATE OF FLORIDA
COUNTY OF DUVAL

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.

Kathleen G. Terry
Signature/Registered Agent

9-23-99
Date

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the county aforesaid to take acknowledgments personally appeared Kathleen Terry who is personally known to me, or who has produced St. of FL as identification.

WITNESS my hand and official seal in county and state last aforesaid this 23 day of Sept 1999

Karen Wilmer
NOTARY PUBLIC, STATE OF FLORIDA
PRINT NAME: _____
MY COMMISSION EXPIRES: _____

