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JOHN WILLIAMS F.
STEPHANIE WILLIAMS
1151 N. 62ND AVENUE
HOLLYWOOD, FLORIDA 33024
(954) 963-9987

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 17, 2000

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

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

RE: CHANGING YOUR DESTINY, INC.

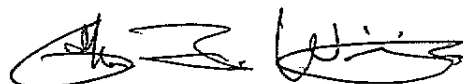
Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$87.50 for filing fees, certified copy and certificate of status.

FROM: John Williams F.
Stephanie Williams
1151 N. 62nd Avenue
Hollywood, Florida 33024
(954) 963-9987

I have enclosed a self-addressed stamped envelope.

Sincerely,



John and Stephanie Williams

SW:tc

R/r/28/00

ARTICLES OF INCORPORATION
OF
CHANGING YOUR DESTINY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporations Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be CHANGING YOUR DESTINY, INC.

ARTICLE II: PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

1151 N. 62ND AVENUE
HOLLYWOOD, FLORIDA 33024

ARTICLE III: PURPOSE

The purpose for which the corporation is organized is to help build a foundation for individuals through various programs and services to meet their spiritual and physical needs. In essence, to assist in changing their destiny.

ARTICLE IV: SHARES/CAPITAL STOCK

- A. The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at \$1.00 per share par value.
- B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- C. Shares of the corporation's stock and certificates shall be issued to:

JOHN WILLIAMS (50%)
1151 N. 62ND AVENUE
HOLLYWOOD, FL 33024

STEPHANIE WILLIAMS (50%)
1151 N. 62ND AVENUE
HOLLYWOOD, FL 33024

ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

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The name and address of the initial registered agent is:

John Williams F.
1151 N. 62nd Avenue
Hollywood, Florida 33024

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

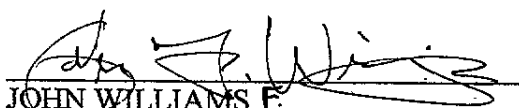
ARTICLE VI: INCORPORATOR

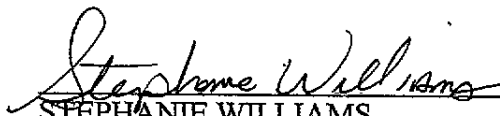
The name and street address of the incorporators of these articles of incorporation are:

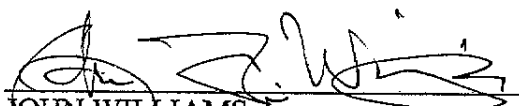
JOHN WILLIAMS (50%)
1151 N. 62ND AVENUE
HOLLYWOOD, FL 33024

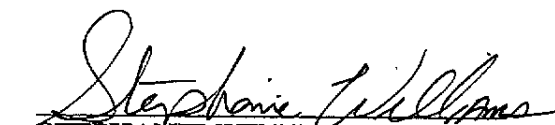
STEPHANIE WILLIAMS (50%)
1151 N. 62ND AVENUE
HOLLYWOOD, FL 33024

The undersigned has executed these Articles of Incorporation this 21st
day of August, 2000.

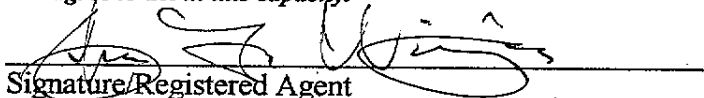

JOHN WILLIAMS F.
President


STEPHANIE WILLIAMS
Vice President



JOHN WILLIAMS F.
Treasurer


STEPHANIE WILLIAMS
Secretary

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

8/21/00
Date


Signature/Incorporator

8/21/00
Date