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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

(305) 751-8934

September, 19, 2000

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09/28/00-01067-010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation  
To Be Filed.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation, and Certificates Designating Places of Business, and a money order for filing fees for the following:

No	Company Name	CK/MO#	Amount
1.	JESUS IS THE LORD MINISTRIES, INC.	5853	\$70.00
2.	NORTH CENTRAL REAL ESTATE HOLDING COMPANY	5854	\$70.00
	TOTAL		\$140.00

Please file both the Articles and certificates for the Designation for the corporation and return a filed copy of each document to the following:

Jeannette G. Andrews-Thompson, Esq.  
Tools For Change  
6015 NW 7<sup>th</sup> Ave.  
Miami, Florida 33127

Thank you for your attention to this matter.

Sincerely,  
TOOLS FOR CHANGE

Jeannette G. Andrews-Thompson, Esq.  
Legal Department

Encls.

D. BROWN OCT - 2 2000

ARTICLES OF INCORPORATION

OF

NORTH CENTRAL REAL ESTATE HOLDING COMPANY

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00 SEP 28 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is NORTH CENTRAL REAL ESTATE HOLDING COMPANY, hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the corporation is 1180 NORTHWEST 50 STREET, Miami, FL 33127.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law..

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

#### ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Two Million (2,000,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

#### ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 1180 NORTHWEST 50<sup>TH</sup> STREET, Miami, FL 33127; and the registered agent at that office is LILLIE WILLIAMS.

#### ARTICLE VIII: BOARD OF DIRECTORS

The number of members of the Corporation's Board of Directors may be increased or decreased from time to time by the bylaws.

#### ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

**Lillie Williams**  
1180 NW 50<sup>th</sup> Street  
Miami, FL 33127

**Bennie Dawson**  
1860 NW 81<sup>st</sup> Street  
Miami, FL 33147

**Nancy Dawkins**  
1385 NW 50<sup>th</sup> Street  
Miami, FL 33142

**Herchel L. Haynes**  
4601 NW 15<sup>th</sup> Ave.  
Miami, FL 33142

IN WITNESS WHEREOF, I, LILLIE WILLIAMS, BENNY DAWSON, NANCY DAWKINS, HERSHELL HAYES, the undersigned incorporator, have signed these Articles of Incorporation on this \_\_\_\_\_ day of \_\_\_\_\_, 2000, and acknowledged the same to be my act.

Lillie Williams Bennie Dawson Nancy Dawkins Herchel L. Haynes  
Lillie Williams Bennie Dawson Nancy Dawkins Herchel L. Haynes

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE)

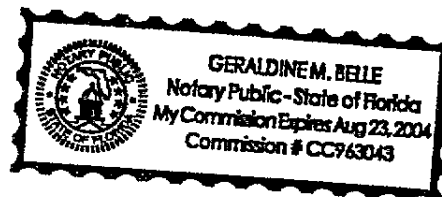
The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of September, 2000, by LILLIE WILLIAMS, BENNIE DAWSON, NANCY DAWKINS, and HERCHEL who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSES as identification.

NOTARY PUBLIC:

SIGN: Geraldine Belle

PRINT: Geraldine M. Belle

STATE OF FLORIDA AT LARGE



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

00 SEP 28 PM 3:02  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That NORTH CENTRAL REAL ESTATE HOLDING COMPANY, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Miami-Dade, State of Florida, has named LILLIE WILLIAMS, at 1180 NORTHWEST 50<sup>TH</sup> STREET, in the City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY:

Lillie Williams  
LILLIE WILLIAMS

DATE:

September 18, 2000