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

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SUBJECT:	Christ Caring For U	Js, Inc. TENAME- <u>MUST</u>	INCLUDES	SUFFIX)		
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Enclosed are an orig	rinal and one (1) copy of the arti	cles of incorporati	on and a ch	eck for:	OI SECRI	 !
□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	X \$78.75 Filing Fee & Certified Co	ppy C & S	\$87.50 Filing Fee, Certified Copy To Certificate of Tatus REQUIRED	SEP 21 FN 1. 4.	FILED
FROM:	Marygrace M. Sextor Name	Printed or typed)	<del></del>	·		
	371 Shores Drive					
- -	Indian River Shores	ddress , FL 32960 State & Zip	Ma	nygaco.	esh d	WĘ =
-	(561) 473-1612	elephone number		- RA-10	est 16	**************************************
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 $NOTE:\ Please\ provide\ the\ original\ and\ one\ copy\ of\ the\ articles.$ 

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## ARTICLES OF INCORPORATION SECRETARY OF STATE OF OF CHRIST CARING FOR US, INC.

In compliance with the requirements of Chapter 607 of the Florida Statutes, the undersigned, being natural persons, hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

#### ARTICLE I

NAME. The name of the Corporation (hereinafter referred to as the "Corporation") is CHRIST CARING FOR US, INC.

#### **ARTICLE II**

EXISTENCE & DURATION. The existence of the Corporation shall begin on September 25, 2001. The Corporation shall have perpetual existence.

#### **ARTICLE III**

<u>PRINCIPAL OFFICE</u>. The street address of the principal office of the Corporation is:

371 Shores Drive Indian River Shores, FL 32960

#### ARTICLE IV

<u>PURPOSE</u>. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under Chapter 607 of the Florida

Statutes. The primary purpose for which the Corporation is organized, which is provided for informational purposes only, is to market and sell business mentoring services and all activities related thereto.

#### <u>ARTICLE V</u>

### AUTHORIZED SHARES AND RIGHTS OF SHAREHOLDERS.

- (a) <u>Authorized Shares and Par Value</u>. The Corporation shall have the authority to issue, in the aggregate, One Thousand (1,000) shares of common stock, par value one dollar (\$1.00) each. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.
- (b) Authorization of Options and Restrictions on the Corporation's Shares.

  The President and the Secretary of the Corporation shall have the authority on behalf of the Corporation to enter into any contract between the Corporation and any or all of its shareholders (i) imposing restrictions on the future transfer, hypothecation or other disposition of the Corporation's shares, (whether inter vivos, by inheritance, testamentary gift, or otherwise), (ii) granting purchase options to the Corporation and/or its shareholders with respect to the Corporation's shares, (iii) requiring the Corporation and/or its shareholders to purchase the Corporation's shares upon stated contingencies, (iv) requiring the Corporation or its shareholders or another person to

approve the transfer of the Corporation's shares, or (v) prohibiting the transfer of the Corporation's shares to designated persons or classes, provided that the prohibition is not manifestly unreasonable. Any and all of such restrictions, options or requirements may be imposed on all shares of stock in the Corporation, issued and unissued, upon the approval of the Board of Directors and the consent of all shareholders.

#### ARTICLE VI

#### INITIAL OFFICERS AND DIRECTORS.

(a) <u>Number</u>. The number of directors constituting the initial Board of Directors of the Corporation shall be two (2), who shall serve until the first annual shareholders' meeting, or until their successors are elected and qualified. Thereafter, the number of directors from time to time shall be fixed by the Board of Directors as provided in the Bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial Board of Directors are:

Name	Address
Robert G. Sexton	371 Shores Drive, Indian River Shores, FL 32960
Marygrace M. Sexton	371 Shores Drive, Indian River Shores, FL 32960

(b) <u>Limitation on Director Liability</u>. A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary

damages for breach of fiduciary duty as a director; provided, however, this provision shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for voting for or assenting to an unlawful distribution by the Corporation, (iv) for any transaction from which the director derived any improper personal benefit, or (v) for any action, omission, transaction or breach of a director's duty creating any third party liability to any person or entity other than the Corporation or its shareholders.

(c) <u>Indemnification</u>. Directors and officers of the Corporation shall be indemnified by the Corporation to the fullest extent now or hereafter permitted by law in connection with any actual or threatened action or proceeding (including civil, criminal, administrative, or investigative proceedings) arising out of their service to the Corporation or to another organization at the Corporation's request. Persons who are not directors and officers of the Corporation may be similarly indemnified with respect to their service to the Corporation or to another organization at the Corporation's request to the extent authorized at any time by resolution of the Board of Directors.

#### **ARTICLE VII**

REGISTERED AGENT. The name and address of the registered agent is

Marygrace M. Sexton 371 Shores Drive, Indian River Shores, FL 32960

#### ARTICLE VIII

INCORPORATORS. The name and address of the incorporators are:

Robert G. Sexton 371 Shores Drive Indian River Shores, FL 32960

Marygrace M. Sexton 371 Shores Drive Indian River Shores, FL 32960

#### ARTICLE IX

<u>POWERS</u>. The Corporation shall have and be entitled to exercise all of the powers conferred upon corporations by virtue of their existence as authorized by Chapter 607 of the Florida Statutes.

#### ARTICLE X

AMENDMENT TO ARTICLES OF INCORPORATION. From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Florida at the

time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the shareholders of the Corporation by these Articles of Incorporation are granted subject to the provisions of this Article.

#### ARTICLE XI

<u>NAMES & ADDRESSES</u>. The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
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Robert G. Sexton 371 Shores Drive, Indian River Shores, FL 32960 Marygrace M. Sexton 371 Shores Drive, Indian River Shores, FL 32960

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation as of the <u>25</u> day of <u>september</u>, 2001.

Robert G. Sexton

Marygrace M. Sexton

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ACCEPTANCE OF REGISTERED AGENT

Marygrace M. Sexton