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#### ARTICLES OF INCORPORATION

for

# EMERGENCY SERVICES & HOMELESS COALITION OF JACKSONVILLE, INC. (a Florida nonprofit corporation)

The undersigned persons, acting incorporators of a corporation not for profit under Florida Statutes, including Chapter 617 (Florida Not For Profit Corporation Act), adopt the following Articles of Incorporation for such Corporation:

### ARTICLE I.

The name of the Corporation is Emergency Services & Homeless Coalition of Jacksonville, Inc.

## ARTICLE II. DURATION

The Corporation shall have perpetual duration.

## ARTICLE III. PURPOSE

The Corporation is a not for profit corporation. The purposes for which the Corporation is organized are:

- A. The specific purposes of the Corporation are (i) to assess the needs of homeless persons and others in need of emergency services, to involve and encourage members of the Jacksonville community (including business persons, homeless persons and governmental and nonprofit agencies) to participate in improving the quality and coordination of services to the homeless and other persons in need, (ii) to advocate on behalf of people who are homeless, hungry or otherwise poor, and (iii) to develop similar outreach efforts in other counties within the Northeast Florida region.
- B. The Corporation shall also serve as the "local board" to manage in and for Duval County the emergency flood, shelter and homeless programs and grants of the Federal Emergency Management Agency, the Florida Department of Children and Families and other funding sources.
- C. The general purpose for which the Corporation is formed is to operate for such of the foregoing specific purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, 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.

- D. The Corporation shall have such powers as are conferred by law in order to carry out the foregoing purposes.
- E. 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.

## ARTICLE IV. MEMBERSHIP

The street address of the place of business and initial registered office of the corporation is 900 University Boulevard South, Suite 405, Jacksonville, Florida 32211. The name of its initial registered agent at such address is Virgil Green.

## ARTICLE V. BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors, which shall be distinct from its membership. The manner of election, and number of directors of the corporation shall be established by the bylaws of this corporation, but the number shall never be less than nine (9), including its chairperson.

#### ARTICLE VI. BYLAWS

Subject to the limitations contained in Chapter 607, Florida Statutes, these Articles may be amended by a two-thirds majority of the members of the Corporation at any regular meeting of the members or at any special meeting called for that purpose.

### ARTICLE VII. PROPERTY

The property of this Corporation is irrevocably dedicated to the purposes described in Article III herein, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

## ARTICLE VIII. DISSOLUTION

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 a not for profit fund, foundation, or corporation 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 1986, or corresponding provisions of any subsequent federal tax laws.

Executed in Jacksonville, Duval County, Florida, this 8th day of June, 2000.

William E. Scheu

Virgil Green

Douglas Orange

#### CONSENT

I certify that I am familiar with and accept the duties and responsibilities as registered agent for the above corporation.

Virgil Green

SECRETARY OF STATE
TALLAHASSEE, FLORIDA