

NO10000006246

TRANSMITTAL LETTER

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

200004549222--8
-08/22/01--01077--003
*****87.50 *****87.50

SUBJECT: WORKING HANDS 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: BERNARD O. HANKERSON
Name (Printed or typed)

3911 NW 7th St
Address

GAINESVILLE FLORIDA 32609
City, State & Zip

352-371-2901
Daytime Telephone number

2001 AUG 30 AM 10:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

6246-2557-611

W01-19627

8/31/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2001 AUG 30 AM 10:51

SECRETARY OF STATE
TALLAHASSEE FLORIDA

August 23, 2001

BERNARD O. HANKERSON
3911 NW 7TH STREET
GAINESVILLE, FL 32609

SUBJECT: WORKING HANDS INC.
Ref. Number: W01000019627

We have received your document for WORKING HANDS INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 201A00048172

Articles of Incorporation

of

Working Hands Inc.

A NOT FOR PROFIT CORPORATION

FILED

2001 AUG 30 AM 10:51

SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned citizens of the United States and natural persons of the age of twenty-one years or more, for the purpose of forming a corporation under the not for profit laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

Article I

The name of the corporation shall be WORKING HANDS INC.

Article II

The address for mailing notices shall be 3911 NW 7th Street Gainesville
Florida 32609

Article III

The purpose for which the corporation is organized is:

1. To reduce recidivism (offenders returning to crime) in Alachua County and other areas, through charitable means.
2. To associate with other organizations for the purposes set out herein.
3. To have perpetual existence by its corporate name unless a limited period of duration is stated in its articles of incorporation, in which latter event to have existence for the period so stated.
4. To sue and be sued, complain and defend, in its corporate name.
5. To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other matter reproduced.
6. To purchase, take, receive, lease as lessee, take by gift, devise, bequest, or otherwise acquire, and to own, hold, use, and otherwise deal in and with any real or personal property, or any interest therein, situated in or out of this state, as may be necessary and proper for carrying on its legitimate affairs; provided that any corporation may hold for fifteen years

real estate acquired in payment of a debt for foreclosure or otherwise, and real estate exchanged therefore, even though not necessary for carrying on its legitimate affairs.

7. To receive and take by gift, grant, assignment, transfer, devise or bequest, any real or personal property in trust, for any charitable, religious, educational, scientific, or benevolent purposes and for such other purposes as may be necessary and proper for carrying on its legitimate affairs and to execute and perform all such trusts in accordance with the terms, conditions, limitations, and restrictions thereof.

8. To sell, convey, mortgage, pledge, lease as lessor, and otherwise dispose of all or any part of its property and assets.

9. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use or employ shares or other interests in or obligations of domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals; and to sell, mortgage, loan, pledge, or otherwise dispose of, such shares, interests, or obligations.

10. To make contracts and incur liabilities which may be appropriate to enable it to accomplish any or all of its purposes; to borrow money for its corporate purposes at such rates of interest as the corporation may determine; to issue its notes, bonds, and other obligations; and to secure any of its obligations by mortgage, pledge, or deed of trust and all or any of its property, franchises, and income.

11. To invest its funds from time to time in any real or personal property; to lend money for its corporate purposes; and to take and hold real and personal property as security for the payment of funds so invested or loaned.

12. To conduct its affairs, carry on its operations, and have offices within and without this state, and to exercise in other state, territory, district or possession of the United States, or in any foreign country, the powers granted by this chapter.

13. To elect or appoint officers and agents of the corporation, and to define their duties and fix their compensation.

14. To make and alter bylaws not inconsistent with its articles of incorporation or with the laws of this state, for the administration and the regulation of the affairs of the corporation.

15. To cease its corporate activities and surrender its corporate franchise.

16. To do all things necessary and incident to carrying out the aforementioned purposes.

Article IV

The following incorporators whose signatures appear below do hereby consent to the appointment as the first three directors.

Article V Directors

The number of directors of the Corporation shall be no less than three (3) and no more than sixty (60). Each director shall serve terms of two (2) or three (3) years, as the Board shall determine. A Director may serve a maximum of six (6) years. The members shall elect it's directors, except that a Director shall not vote on that member's own position.

The number of Directors shall be the number of Directors in office immediately before the meeting.

The directors of the Corporation shall serve without compensation and shall be generally regular in attendance at board meetings.

No board member or family member of a board member shall own or acquire any personal interest in any property, contract, or proposed contract of the agency while serving as a member of the Board of Directors.

The first Board of Directors shall be three in number their names and addresses being as follows:

| <u>Name</u> | <u>Address</u> |
|-------------------------|---|
| 1. Bernard O. Hankerson | 3911 N.W. 7 th street Gainesville, Fla. 32609 |
| 2. Tony R Jones | PO Box 94 Gainesville, Fla. 32602 |
| 3. Arlean Hooks | 713 S.W. 75 th Street Gainesville, Fla. 32608 |

Article VI:

The registered agent shall be Bernard Orion Hankerson 3911 NW 7th Street
Gainesville Florida 32609.

Article VII: Incorporators

The name and address of each incorporator is as follows:

| <u>Name</u> | <u>Address</u> |
|-------------------------|--|
| 1. Bernard O' Hankerson | 3911 N.W. 7 th St. Gainesville, Fla. 32609 |
| 2. Arlean Hooks | 713 S.W. 75 th St. Gainesville, Fla. 32608 |
| 3. Tony R Jones | P.O. Box 94 Gainesville, Fla. 32602 |

2. The corporation shall indemnify the incorporators, officers and members of the board of directors for any and all claims, demands, actions, or suits of any kind or nature, whatsoever, arising from corporation activity of any kind.

Article VIII: Duration

The period of duration of the corporation is perpetual.

Article IX: Type of Corporation

The corporation shall be a public benefit corporation.

Article X: By-Laws

The directors may from time to time make such By-Laws or amendments thereto with reference to membership in this corporation and the regulations of the internal affairs of the corporation, including provisions or final liquidation of this corporation. The directors may change the number of directors by amendment to the By-Laws without the necessity of amending these Articles of Incorporation.

Article XI: Nonmembership

There are no members, having voting rights with respect to amendments.

Article XII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaigns on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)2 of the Internal Revenue Code of 1954 (or corresponding provision of any future United State Internal Revenue Law).

Article XIII: Distribution of Assets Upon Dissolution

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future Unites State Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of

shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XIV: Contact Name

The contact name and phone number shall be Bernard O. Hankerson (325)371-2901 in Gainesville, Florida or CAPT. Tony Jones at (352) 334-2367

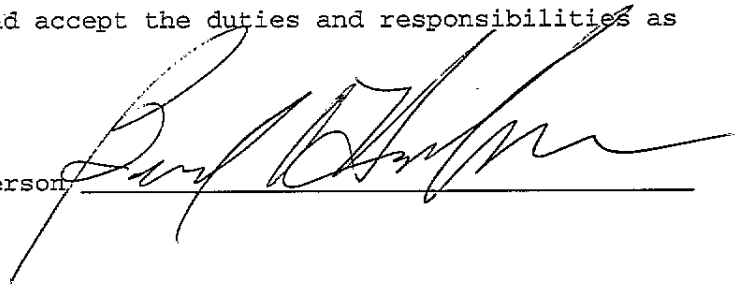
Article XV: Consent to Appointment as Directors

The following incorporators whose signatures appear below do hereby consent to the appointment as the first three directors.

Article XVI: Registered Agent

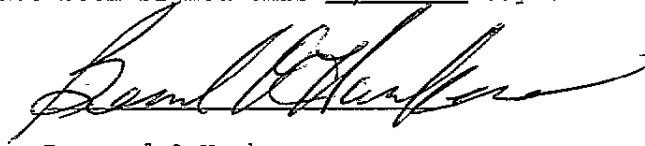
I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Registered Agent: Bernard O. Hankerson

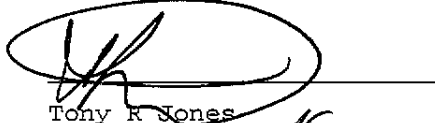


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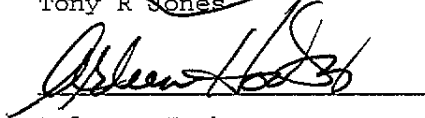
These Articles of Incorporation have been signed this 15th day of August, 2001



Bernard O Hankerson



Tony R Jones



Arlean Hooks