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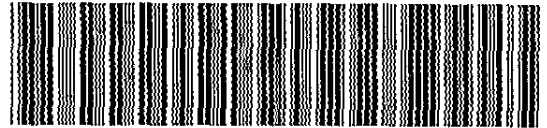
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06/19/03

## TRANSMITTAL LETTER

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

**SUBJECT:** NORTHEAST NEIGHBORHOOD ASSOCIATION, 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: MS. ANNE PYLE  
Name (Printed or typed)

3620 N. 12th Ave  
Address

Pensacola, FL 32503  
City, State & Zip

850-438-4271  
Daytime Telephone number

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

# ARTICLES OF INCORPORATION OF NORTHEAST NEIGHBORHOOD ASSOCIATION, INC.

The undersigned, acting as incorporators of a not-for-profit corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

**FIRST - NAME:** The name of the corporation is:

North East Neighborhood Association, Inc.

**SECOND - DURATION:** The period of duration is perpetual.

**THIRD - REGISTERED OFFICE, REGISTERED AGENT AND MAILING ADDRESS:** The address of the initial registered office of the corporation is 3620 North 12th Avenue, Pensacola, Florida 32503. The name of the official registered agent of the corporation at this address is Ann Pyle. The mailing address of the Corporation is:

North East Neighborhood Association, Inc.  
3620 North 12th Avenue  
Pensacola, Florida 32503

**FOURTH - AMENDMENTS:** These Articles of Incorporation may be amended by the board of directors adopting a resolution setting forth the proposed amendment. The proposed amendment shall then be submitted to a vote of the membership.

**FIFTH - MEMBERSHIP:** The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, different classes of membership, if any, and the other rights and privileges of membership and their liability for dues and assessments, if any, and the method of collection thereof shall all be as set forth in the bylaws of the corporation.

**SIXTH - POWERS:** The corporation shall have and may exercise such powers as are generally authorized for corporations not-for profit under the laws of the State of Florida. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors.

**SEVENTH - BOARD OF DIRECTORS:** The number of directors of the corporation shall be not more than seven (7) nor less than five (5) as determined from time to time by resolution of the board of directors. The manner of election of the directors, their term of

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TALLAHASSEE, FLORIDA

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office and other provisions relative to their service shall be as stated in the bylaws of the corporation. Any director or the entire board of directors may be removed by the membership, with or without cause, at a regular or special membership meeting called expressly for that purpose by a vote of the majority of the members. The names and addresses of the initial board of directors are:

Robert Cross  
905 Barcia Drive  
Pensacola, Florida 32503

Cal Allen  
112 Escalona Avenue  
Pensacola, Florida 32503

Ann Pyle  
3620 North 12th Avenue  
Pensacola, Florida 32503

Bernadette Riley  
114 Escalona Avenue  
Pensacola, Florida 32503

Betty Allen  
112 Escalona Avenue  
Pensacola, Florida 32503

John Riley  
114 Escalona Avenue  
Pensacola, Florida 32503

Viola Jerralds  
101 Escalona Avenue  
Pensacola, Florida 32503

**EIGHTH - INCORPORATORS:** The names and addresses of the incorporators of the corporation are:

Robert Cross  
905 Barcia Drive  
Pensacola, Florida 32503

Betty Allen  
112 Escalona Avenue  
Pensacola, Florida 32503

Ann Pyle  
3620 North 12th Avenue  
Pensacola, Florida 32503

Viola Jerralds  
101 Escalona Avenue  
Pensacola, Florida 32503

**NINTH - CORPORATE PURPOSES:** The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1.) To raise the economic, educational and social levels of the residents of the North East neighborhood of the City of Pensacola, Escambia County, Florida, including members of the minority community, who are substantially unemployed, underemployed, or whose income is below federal poverty guidelines, to foster and promote community wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and

environmental degradation may be lessened; and (c) racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.

2.) To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises in economically depressed areas; to assist said residents and groups in developing entrepreneurial and management skills necessary for the successful operation of business enterprises; and to assist said residents and groups in obtaining financial support from other sources.

3.) To expand opportunities available to said residents and groups to obtain adequate low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing in said Neighborhood for persons and families of low-income who otherwise would not be able to find or afford a suitable place to live. It is the purpose of the corporation thereby to relieve the poor, distressed, underprivileged and indigent by enabling them to secure the basic human needs of decent shelter and to thus lessen the burdens of government and promote the social welfare. To provide such housing through rehabilitation of existing substandard buildings and construction of new facilities in the place of blighted structures or blighted vacant sites in the place of blighted structures or blighted vacant sites for the purpose of combatting the deterioration of the community and contributing to its physical improvement.

4.) To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

5.) To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

6.) All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**TENTH - LIMITATION ON CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax

under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**ELEVENTH - EXCLUSIVITY AND PRIVATE INUREMENT:** This Corporation is organized exclusively for charitable and educational purposes. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

**TWELFTH - LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

**THIRTEENTH - DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

**FOURTEENTH - PRIVATE FOUNDATION STATUS:** In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code 1954, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

**FIFTEENTH - INDEMNIFICATION:** Any person (and the heirs, executors and administrators of such persons) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a Director or Officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements incurred by him or her

(or by the heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be determined in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his or her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

#### EXECUTION

These Articles of Incorporation are hereby executed by the incorporators on this 10<sup>th</sup> day of June, 2003.

Robert H. Cross  
Robert Cross

Betty A. Allen  
Betty Allen

Ann Pyle  
Ann Pyle

Viola Jerralds  
Viola Jerralds

STATE OF FLORIDA     ]  
COUNTY OF ESCAMBIA   ]

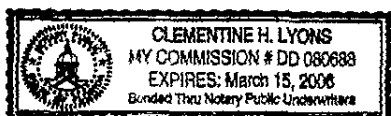
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared: Robert Cross, Ann Pyle, Betty Allen and Viola Jerralds who are either personally known to me or who produced valid Florida drivers licenses and who are the persons described in and who executed the foregoing instrument as the incorporators and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 10<sup>th</sup> day of June, 2003.

Clementine H. Lyons  
NOTARY PUBLIC STATE OF FLORIDA

My commission expires:

3-15-2006  
DD080888



**REGISTERED AGENT'S**  
**ACCEPTANCE OF APPOINTMENT**

I, Ann Pyle hereby accept my appointment as registered agent for the North East Neighborhood Association, Inc., a Florida not-for-profit corporation. I am familiar with, and accept, the obligations of the position of registered agent and agree to comply with the provisions of all statutes relating to the proper performance of my duties.

Date June 10, 2003

Ann Pyle  
Ann Pyle