

5/01

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

((H9600006159))

TO: CORPORATION FROM MACFARLANE AUSLE FERGUSON & MANVILLE
117 HASTEN ST
TAMPA FL 33602-
CONTACT: ROSALYN D GIBBS
PHONE: (813) 273-4261
FAX: (813) 273-4396

H9600006159

((H96000006159))

DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
NAME: COALITION FOR A HUNGER-FREE FLORIDA, INC.
FAX AUDIT NUMBER: H96000006159
DATE REQUESTED: 05/01/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 9
ESTIMATED CHARGE: \$131.25
CURRENT STATUS: REQUESTED
TIME REQUESTED: 14:13:53
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076077001654

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000006159))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

9398
Lu
Aut 7/11 (section 4)
568

FILED
96 MAY -3 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Signature]
5/3

RECEIVED
56 MAY -2 AM 8:20
DIVISION OF CORPORATIONS

MAY 03 96 (FRI) 10 40 MACFARLANE AUSLEY

TEL: 813 273 4396

P. 002

05/02/96 10:21 Fl. Dept. of State p1 /1

RECEIVED

MAY - 2 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1996

MACFARLANE, AUSLEY FERGUSON & MCMULLE

TAMPA, FL

SUBJECT: COALITION FOR A HUNGER-FREE FLORIDA, INC.
REF: W96000009398

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

SEE ARTICLE VIII (SECTION 4).*****

Please return 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 (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000006159
Letter Number: 896A00021352

SECTION OF CORPORATIONS

96 MAY - 3 AM 11:36

RECEIVED

FAX AUDIT NO. H36-6159

**ARTICLES OF INCORPORATION
OF
COALITION FOR A HUNGER-FREE FLORIDA, INC.**

FILED
MAY -3 PM 2:15
H36-6159

The undersigned incorporator, a natural person competent to form a corporation not for profit pursuant to Chapter 617, Florida Statutes, does hereby form this corporation not for profit under Chapter 617, Florida Statutes, and other laws of the State of Florida.

ARTICLE I. NAME

*The name of Corporation is **COALITION FOR A HUNGER-FREE FLORIDA, INC.***

ARTICLE II. PURPOSES

***Section 1.** The general purpose of the Corporation shall be to provide reasonable access to sufficient quantities of wholesome food and nutrition information for everyone in the state of Florida, and to strengthen the statewide capacity to articulate and sustain sound policies and programs that support hunger prevention, food security, and nutritional health.*

***Section 2.** Without limiting the generality of the purposes specified in Section 1 above, the specific purposes of the Corporation shall be to:*

- A. Identify and address root causes of hunger, food insecurity and poor nutrition;*
- B. Foster communication among all segments of the coalition;*
- C. Reduce/eliminate wasted food resources;*
- D. Improve nutrition of individuals;*
- E. Provide information on available food resources and needs;*
- F. Establish information sharing network;*

NAME: ROBERT G. COCHRAN
ADDRESS: 111 Madison Street
Tampa, FL 33602
TELEPHONE NO.: 813-273-4200
FAX AUDIT NO.: H36-6159
FLORIDA BAR NO.: 146283

FAX AUDIT NO.: H36-6159

FAX AUDIT NO.: H96-6159

- G. *Integrate supply, transportation, processing and storage of food for distribution through existing service networks;*
- H. *Eliminate physical and transportation barriers to food resources;*
- I. *Improve access to government and private assistance resources;*
- J. *Provide information on coalition activities and concerns to public officials and the general public; and*
- K. *Advocate to achieve a hunger free Florida.*

ARTICLE III. POWERS

Section 1. *Except as limited by these Articles or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not for profit corporations under the laws of the State of Florida.*

Section 2. *Without limiting the generality of the powers specified in Section 1 above, the Corporation shall utilize its income in furtherance of the foregoing objectives.*

ARTICLE IV. LIMITATIONS ON ACTIVITIES

Section 1. *No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Member, Director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Member, Director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation; provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not for profit entity described in Section 501(c)(3) of the Code. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.*

FAX AUDIT NO.: 896-6159

Section 2. *Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (i) by an organization exempt from taxation under Section 501(c)(3) of the Code, or (ii) by an organization contributions to which are deductible under Section 170(c)(2) of the Code.*

ARTICLE V. TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI. INCORPORATOR

The Incorporator of this Corporation is Michael F. McQueen and his address is 212 N. Newport Avenue, Tampa, Florida 33606.

ARTICLE VII. MEMBERSHIP

Section 1. *The Corporation shall have as its members not less than two (2) Members at any one time. The maximum number of Members shall be at the discretion of the Corporation.*

Section 2. *Unless changed by an amendment to the Articles of Incorporation of the Corporation, membership shall be defined as follows: membership is open to any individual or organization who share the mission statement of the Corporation and/or contributes annual membership dues.*

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. *The business and affairs of this Corporation shall be managed by a Board of Directors, whose members are referred to herein as Directors.*

Section 2. *The original Board of Directors, hereinafter provided, shall hold office until June 30, 1997.*

FAX AUDIT NO.: 896-6159

Section 3. *The names and addresses of the persons who shall serve as the Directors of the Corporation as of the date of the adoption of these Articles of Incorporation are:*

<u>Name</u>	<u>Address</u>
ALEXANDER, LAURA <i>Excution Director</i>	All Faiths Food Bank 717 Cattlemen Road Sarasota, FL 34232
BOTCHFORD, HAWLEY	Southwest Florida Food Bank 6789 Carmelle Drive Fort Myers, FL 33919
COOPER, ANNE	Dade Co. University of Florida/ Cooperative Extension 300 E. 1st Avenue, Suite #113 Hialeah, FL 33010-4808
EDLOW, DIANNA	Family Resource Management and Consumer Education Specialist Florida Agricultural and Mechanical University 215 Perry-Palge Building Tallahassee, FL 32307
HARRIS-SCALES, MADIE	Church Women United In Florida 202 W. 9th Street Lakeland, FL 33805
HILL, JODY	Inter-Faith Coalition 101 W. Liberty Street Brooksville, FL 34605
JACKSON, JOHN	Central Florida Presbytery 924 N. Magnolia Avenue, Suite #100 Orlando, FL 32803
JAKUPKO, DAVID V.	Food For Life P. O. Box 1445 Alachula, FL 32615

FAX AUDIT NO.: H96-6159

JENSEN, NAN Florida Cooperative Extension Service/
Pinellas County
12175 125th Street, North
Largo, FL 34644-3695

JONES, MARION WYBO 2904 Venice Way
Lakeland, FL 33803

McQUEEN, MICHAEL F. Divine Providence Food Bank
212 N. Newport Avenue
Tampa, FL 33606

KILLGALLON, AMY Second Harvest Food Banks of Central Florida
2515 Shadur Road
Orlando, FL 32804

NICHOLS, JERRY Society of St. Andrew, Palm Beach County
P.O. Box 1589
West Palm Beach, FL 33402

OWENS, EVELYN Presbytery-Tampa Bay
1806 Camphor Drive
Lakeland, FL 33803

PARKER, DENISE Department of HRS
299 S. Main Street
Crostview, FL 32536

POE, SHIRLEY Citrus Co. School Board
1007 W. Main Street
Inverness, FL 34450

RAMIREZ, NORA Florida Conference, United Methodist Church
3311 Ballast Point Blvd.
Tampa, FL 33611

ROBERTS, ELAINE Florida Impact
837 E. Park Avenue
Tallahassee, FL 32301

FAX AUDIT NO. 1 K96-6189

ROMO, MARGARITA	<i>Self Help, Inc. 709 Lock Street Dade City, FL 33525</i>
SOSA, CHARLOTTE	<i>HRS - Orange County/WIC Program P. O. Box 3187 Orlando, FL 32802-3187</i>
SURLAK, LORRAINE	<i>Osceola County Council / On Aging 1099 Shady Lane Kissimmee, FL 34744</i>
WAGNER, PAT	<i>University of Florida P. O. Box 110310 Gainesville, FL 32611-0310</i>
WALKER, JANE	<i>St. Petersburg Free Clinic, Inc. 863 3rd Avenue North St. Petersburg, FL 33701</i>

Section 4. *The number of Directors of the Corporation shall be not less than three (3) nor more than fifty (50). The number may be changed from time to time as provided in the Bylaws.*

Section 5. *Directors shall be elected, removed and hold office as provided in the Bylaws.*

ARTICLE IX. OFFICERS

Section 1. *The officers of the Corporation shall include a President, an Executive Vice-President, a Secretary and a Treasurer. The Corporation may have additional officers, assistant officers and agents, including without limitation one or more Senior, Assistant or other Vice-Presidents, an Assistant Secretary and an Assistant Treasurer.*

FAX AUDIT NO.: H96-6159

Section 2. *The names of the persons who shall serve as the officers of the Corporation as of the date of the adoption of these Articles of Incorporation are:*

<u>Name</u>	<u>Office</u>
Jane Walker	President
Charlotte Sosa	Executive Vice President
Nora Ramirez	Secretary
Shirley Poe	Treasurer

Section 3. *The officers shall be elected, removed and hold office as provided in the Bylaws.*

Section 4. *The officers shall have such powers and responsibilities as are provided by the Bylaws.*

ARTICLE X. REGISTERED OFFICE AND AGENT/PRINCIPAL PLACE OF BUSINESS

Section 1. *The street address of the initial registered office and principal place of business of this Corporation, and its mailing address, shall be 212 N. Newport Avenue, Tampa, Florida 33616.*

Section 2. *The name of the registered agent of this Corporation located at the address of the registered office is Michael F. McQueen.*

ARTICLE XI. CONDUCT OF AFFAIRS

The business and affairs of the Corporation shall be conducted in a manner consistent with the provisions of the Articles of Incorporation and these Bylaws.

ARTICLE XII. BYLAWS

The power to adopt, alter, amend or repeal Bylaws for the Corporation shall be vested only in the Members.

FAX AUDIT NO.: H96-6159

ARTICLE XIII. AMENDMENTS

The power to alter, amend or repeal these Articles of Incorporation shall be vested only in the Members.

ARTICLE XIV. DISSOLUTION

Upon the dissolution of the Corporation, the Members of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, within its sole discretion, to an organization exempt from taxation under Section 501(c)(3) of the Code, or, then to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Members of the Corporation shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes, or to such organization or organizations organized and operated exclusively for such purposes, as said court shall determine.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on behalf of the Corporation this 29th day of April, 1996.

Michael F. McQueen
Michael F. McQueen

**STATE OF FLORIDA
 COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 29th day of April, 1996, by Michael F. McQueen, who is personally known to me.

[Signature]
 NOTARY PUBLIC, State at Large

My Commission Expires:

ROBERT G. COCHRAN
 Notary Public, State of Florida
 My comm. expires Jan. 31, 1999
 No. CC 430352
 LYKES

ROBERT G. COCHRAN
 Notary Public, State of Florida
 My comm. expires Jan. 31, 1999
 No. CC 430352
 LYKES

FAX AUDIT NO.: H96-6159

**CERTIFICATE OF DESIGNATION -
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the requirements of the laws of Florida, the Corporation hereby designates its registered agent and registered office:

Name of Corporation: *Coalition For A Hunger-Free Florida, Inc.*

Name and Address of Registered Agent: *Michael F. McQueen*

Registered Office of Corporation: *212 North Newport Avenue, Tampa, FL 33606*

Signature of Corporate Officer: *Jane F. Walker* **President**

FILED
MAY -3 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Michael F. McQueen
Name: *Michael F. McQueen*
Date: *April 19*, 1996