

N99000004692

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Samuel's House, Inc

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-08/06/99--01034--021
*****78.75 *****78.75

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
99 AUG - 9 PM 2: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 AUG - 6 AM 10: 19
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T BROWN AUG - 9 1999

Signature _____

Requested by: TS
Name _____ Date 8/6/99 Time 9:30

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 6, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: SAMUEL'S HOUSE, INC.
Ref. Number: W99000018255

We have received your document for SAMUEL'S HOUSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 599A00039899

Corrected

RECEIVED
99 AUG -9 AM 11:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Articles of Incorporation of SAMUEL'S HOUSE, INC.,
a Florida Not For Profit Corporation

FILED
99 AUG -9 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in chapter 617 of the Florida Statutes, adopt the following Articles of incorporation for the corporation:

Article I.

The name of the corporation is SAMUEL'S HOUSE, INC.

Article II.

The corporation shall have perpetual duration.

Article III.

The corporation is a not for profit corporation. The purpose for which the corporation is organized is: To provide short term housing and support services to homeless women, women with children, elderly and substance abuse assistance services.

(a). The specific and primary purposes for which this corporation is formed are to operate for the advancement of charity and education and for other charitable purposes, by the distribution of its funds for those purposes, and particularly for homeless women, women with children, elderly and substance abuse victims.

(b). The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which 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 those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c). This 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.

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, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

Article V.

The street address of the initial registered office of the corporation is 1511 Truman Avenue, City of Key West, County of Monroe, State of Florida. The name of its initial registered agent at that address is Elmira Leto. The principal place of business and mailing address of the corporation shall be 1511 Truman Avenue, Key West, FL 33040.

Article VI.

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be four (4); provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on August 3, 1999, at 5 p.m., at 1700 North Roosevelt Boulevard, Key West, FL 33040, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of one (1) year until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 5 p.m., on the first Tuesday in August of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the Board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the Board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and by-laws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Residential Address</u>
Brenda Cormack, President	1410 Angela Street, Key West, FL 33040
Ann Riedel, Vice President	11 Cormorant Lane, Key West, FL 33040
Andrea Spottswood, Treasurer	42 Floral Avenue, Key West, FL 33040
Linda Marston, Secretary	3640 Northside Drive, Key West, FL 33040

Article VII.

The name and address of each incorporator are:

Brenda Cormack, President	1410 Angela Street, Key West, FL 33040
Ann Riedel, Vice President	11 Cormorant Lane, Key West, FL 33040
Andrea Spottswood, Treasurer	42 Floral Avenue, Key West, FL 33040
Linda Marston, Secretary	3640 Northside Drive, Key West, FL 33040

Article VIII.

The board of directors shall elect the following officers: President, Vice President, Treasurer and Secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

Brenda Cormack, President 1410 Angela Street, Key West, FL 33040

Ann Riedel, Vice President 11 Cormorant Lane, Key West, FL 33040

Andrea Spottswood, Treasurer 42 Floral Avenue, Key West, FL 33040

Linda Marston, Secretary 3640 Northside Drive, Key West, FL 33040

Article IX.

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

Article X.

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

Article XI.

On 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 and educational 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.

Article XII.

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote.

Amendments may be adopted by a vote of two-thirds (2/3) of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on Aug. 3 1999.

Brenda Cormack

BRENDA CORMACK

Ann H. Riedel

ANN RIEDEL

Andrea Spottswood

ANDREA SPOTTSWOOD

Linda Marston

LINDA MARSTON

STATE OF FLORIDA)
) SS
COUNTY OF MONROE)

For foregoing instrument was acknowledged before me this 28th day of July 1999, by Brenda Cormack who has produced FL Drivers License as identification.



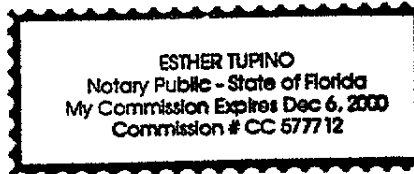
Mary E. Turso
MY COMMISSION # CC634163 EXPIRES
March 30, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Mary E. Turso
Notary Public

STATE OF FLORIDA)
) SS
COUNTY OF MONROE)

For foregoing instrument was acknowledged before me this 28th day of July, 1999, by Ann Riedel who has produced PERSONALLY KNOWN as identification.

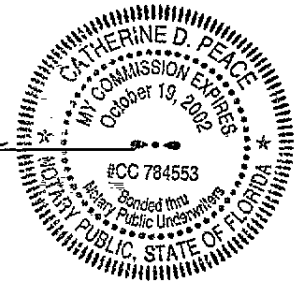
[Signature]
Notary Public



STATE OF FLORIDA)
) SS
COUNTY OF MONROE)

For foregoing instrument was acknowledged before me this 28th day of July, 1999, by Andrea Spottswood who has produced personally known as identification.

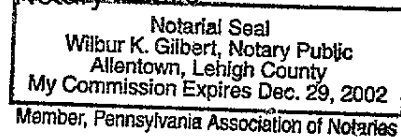
[Signature]
Notary Public



PA.
STATE OF FLORIDA)
) SS
LEHIGH
COUNTY OF MONROE)

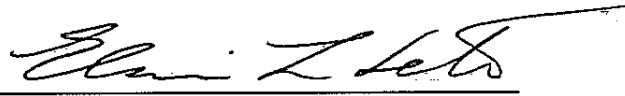
For foregoing instrument was acknowledged before me this 2 day of August, 1999, by Linda Marston who has produced Driver License as identification.

[Signature]
Notary Public



ACCEPTANCE OF REGISTERED AGENT

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.



ELMIRA LETO, Registered Agent

Date:

7/28/99

FILED
99 AUG -9 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA