

**THE VOLUSIA/FLAGLER COUNTY  
COALITION FOR THE HOMELESS**

Daytona Beach, FL

\*\*\*\*\*  
**N000000008010**

Reply to:

**TRANSMITTAL LETTER**

600003413856--4  
-10/04/00--01060--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

**SUBJECT: ARTICLES OF INCORPORATION FOR  
THE VOLUSIA/FLAGLER COUNTY COALITION FOR THE HOMELESS**

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

☐ \$122.50  
Filing Fee  
& Certified Copy Certified Copy

☐ \$131.25  
Filing Fee  
& Certificate

**FROM:**

K. David McVey  
Volusia/Flagler County  
Coalition for the Homeless  
810 Ridgewood Avenue  
Holly Hill, FL 32117

904.676.9464  
Daytime Telephone Number

FILED  
00 DEC -5 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch DEC 5 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 5, 2000

K. DAVID MCVEY  
31 BLOCKHOUSE CT  
ORMOND BEACH, FL 32174

SUBJECT: THE VOLUSIA/FLAGLER COUNTY COALITION FOR THE HOMELESS  
Ref. Number: W00000024244

We have received your document for THE VOLUSIA/FLAGLER COUNTY COALITION FOR THE HOMELESS and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

You must list at least one incorporator with a complete business street address.

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) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 600A00052863

# ARTICLES OF INCORPORATION

OF

## THE VOLUSIA/FLAGLER COUNTY COALITION FOR THE HOMELESS, INC.

In compliance with the requirements of the Laws of the State of Florida, the undersigned, all of whom are residents of Volusia County, Florida, and all of whom are of full age, have this day voluntarily associated themselves to gather for the purpose of forming a corporation not-for-profit and do hereby certify:

### ARTICLE I NAME

The Corporation will be known as THE VOLUSIA/FLAGLER COUNTY COALITION FOR THE HOMELESS, INC hereafter referred to as the "Corporation."

### ARTICLE II ADDRESS OF CORPORATION

The address of this Corporation's registered office in the State of Florida, County of Volusia is initially 810 Ridgewood Avenue, Holly Hill, Florida 32117 and the name of the initial registered agent at such address is K. David McVey.

### ARTICLE III PURPOSE

The purpose for which the Corporation was incorporated under the Non-Profit Corporation Law of the State of Florida and, the business and objects to be carried on and promoted by it, are as follows:

A. This Corporation is organized exclusively for charitable and/or educational purposes, including for such purposes, the making or distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue law. In pursuance of the foregoing purposes, the Corporation shall have the power to provide services to the homeless and near homeless population of Volusia and Flagler Counties. These services shall be predicated upon the provision, maintenance and operation thereof on a non-profit basis.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distribute to its members trustees, officers or of the private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes. No

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CLERK OF CIRCUIT COURT  
VOLUSIA COUNTY, FLORIDA

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 (including the publishing or distribution of statements) any political public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on: (1) by a corporation exempt from federal income taxation under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue law.

#### ARTICLE IV

The Corporation is empowered:

A. To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects in its business, and to secure the same, by mortgage, pledge or other lien on the Corporation's property.

B. To do and perform all acts reasonable necessary to accomplish the purpose of the Corporation.

C. Upon the dissolution of the Corporation, all of the remaining assets of the Corporation shall be distributed only to one or more organizations created and operated for one or more exempt purpose within the meaning of Article III (A) hereof, other than of religious purposes all the foregoing meaning of section 501(c) (3) of the Internal Revenue Case of 1968, as amended, or the corresponding section of any future United States Internal Revenue law, for public purposes. Any such assets not so disposed of shall be disposed by a court of competent jurisdiction of the county in which the principal 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. For court distribution standing shall be vested in any corporate officer or member.

#### ARTICLE V MEMBERSHIP

##### 1. Qualifications.

Membership in the Corporation shall, at all times, be limited to no less than 3 three. Each member shall meet the qualification for directorship to the Board.

#### ARTICLE VI

## **BOARD OF DIRECTORS**

### **1. Powers and Number.**

The affairs of the Corporation shall be managed by its Board of Directors which may exercise all powers of the Corporation and do all lawful acts and things as are not by statute or by the Articles of Incorporation or by the Bylaws directed or required to be exercised and done by the Members. There shall be no less than three (3) directors.

## **ARTICLE VII ELECTION AND TERM OF OFFICE**

The Directors shall be appointed at each Annual Meeting of the Members and shall hold office for a term as established by the Bylaws. No person may serve as Director for more than three (3) consecutive terms.

## **ARTICLE VIII LIMITATION ON DIRECTOR LIABILITY**

### **1. Personal Ability.**

A director of the Corporation shall not be personally liable for monetary damages for any action taken or failure to take an action.

### **2. Standard of Care.**

(a) Each Director of the Corporation shall stand in a fiduciary relationship to the Corporation and shall perform his/her duties as a Director, including his/her duties as a member of any committee or the board upon which he/she may serve, in good faith, in a manner he /she reasonably believes to be in the best interest of the Corporation and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his duties, a Director shall be entitled to rely, in good faith, on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by any of the following:

(1) One or more officers or employees of the Corporation whom the Directors reasonably believes to be reliable and competent in the matters presented.

(2) Counsel, public accountants or other persons as to matters which the Director reasonably believes to be within the professional or expert competence of such person.

(3) A committee of the Board of Directors upon which he does not serve, duly designated in accordance with the law, as to matters within its designated authority, which

committee the Director reasonably believes to merit confidence.

A Director shall not be considered to be acting in good faith if he/she has knowledge concerning the matter in question that would cause his/her reliance to be unwarranted.

(b) In discharging the duties of their respective positions, the Board of Directors, committees of the Board and individuals Directors may, in considering the best interest of the Corporation, consider the effects of any action upon employees, suppliers and customers of the Corporation and upon communities in which offices or other establishments of the Corporation are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of subsection (a).

(c) Actions taken as a Director or any failure to take action shall be presumed to be in the best interest of the Corporation; absent breach of fiduciary duty, lack of good faith or self-dealing.

#### **ARTICLE IX TERM OF EXISTENCE**

The date when the corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the Department of the State of Florida, and this corporation shall have perpetual existence thereafter, unless and until sooner dissolved according to the law.

#### **ARTICLE X AMENDMENTS**

Amendment of these Articles shall require the assent of two thirds (2/3) of the Directors.

#### **ARTICLE XI INDEMNIFICATION**

##### **1. General.**

The Corporation shall indemnify each officer, director and employee (Indemnities) from the expenses and risks as set forth in these Articles if such Indemnatee has acted in good faith or in a manner which he/she reasonably believed to be in the best interest of the Corporation. So long as the Secretary of HUD is the insurer of a mortgage on the Corporation's property, any indemnification provided for herein shall, to the extent it is provided with funds derived from the property, be subject to such mortgage.

##### **2. Expenses.**

Indemnities shall be indemnified against all expenses (including attorney's fees), judgments and amounts paid in

connection with any threatened, pending or completed action, suit or proceeding, (other than an action by or in the right of the Corporation) by reason of the fact the Indemnatee is or was an employee, officer or director of the Corporation.

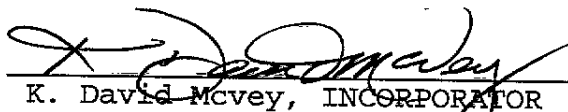
ARTICLE XII  
BYLAWS

The Bylaws of this Corporation shall be promulgated by the Board of Directors and may be amended as provided therein. The Bylaws of the now existent THE VOLUSIA/FLAGLER COUNTY COALITION FOR THE HOMELESS Association may be adopted as the Bylaws of this corporation upon ratification of the now existent board of said Association.

ARTICLE XIII  
INITIAL OFFICERS

The Initial officers of the corporation shall be, Claris Mac'kie, President, M. F. Warren, Vice President, Randy Croy, Treasurer and Terry Zang, Secretary.

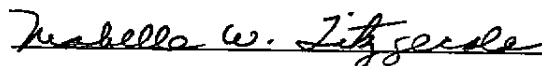
IN WITNESS WHEREOF, the undersigned being the subscriber and incorporator and the person named herein as the initial President of the Corporation, has executed these Articles of Incorporation on this 30 day of NOVEMBER, 2000

  
K. David McVey, INCORPORATOR  
810 Ridgewood Avenue  
Holly Hill, Florida 32117

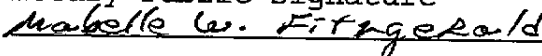
STATE OF FLORIDA:  
COUNTY OF VOLUSIA:

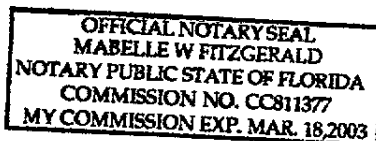
30<sup>th</sup> The foregoing instrument was acknowledged before me this day of November, 2000, by K. David McVey, the incorporator of The Volusia/Flagler County Coalition for the Homeless and ~~who is personally known to me or who produced FL DL M210~~ as identification and who did not take an oath.

504-46-253-0



Notary Public Signature

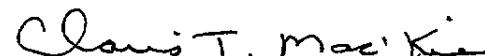




Notary Public at Large (Printed Name)

My Commission Number: CC811377

My Commission Expires: MARCH 18, 2003

  
Claris Mac'kie, President

**REGISTERED AGENT ACKNOWLEDGMENT**

THE VOLUSIA/FLAGLER COUNTY COALITION FOR THE HOMELESS  
desiring to organized under the laws of the State of Florida, with  
its principal office, as indicated in the Articles of  
Incorporation, 810 Ridgewood Avenue, Holly Hill, Florida 32117,  
has named K. David McVey at the principal address, Volusia  
County, Florida, as it's agent to accept service of process within  
this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above  
named Corporation, at the place designated in this Certificate,  
the undersigned agrees to act in this capacity and agrees to  
comply with the provisions of Florida Law relative to keeping the  
designated office open and promptly apprising the Secretary of  
State of the State of Florida of any changes in the address of the  
registered agent.

  
Registered Agent

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