

Joseph Franka  
Requester's Name  
1717 Apalachee Pkwy  
Address  
Tallahassee 32301  
City/State/Zip  
773-505-4045  
Phone #

NO00000001178  
Office Use Only  
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Insight C.D.C., Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APPROVED  
AND  
FILED  
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**NEW FILINGS**

- ☐ Profit  
☒ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION  
OF

INSIGHT CDC, Inc.

The undersigned, acting as incorporator of a Corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I  
NAME AND ADDRESS

Section 1. The name of the Corporation is:

INSIGHT CDC, Inc.

Section 2. The principal office of the Corporation is

12005 SW 213TH AVENUE  
Goulds, FL 33170

Section 3. The mailing address of the Corporation

2533 N. Marshfield  
Chicago, IL 60614

ARTICLE II  
NAME AND ADDRESS OF REGISTERED AGENT

Section 1. The name of the initial Registered Agent of the Corporation is:

Joseph Franklin

Section 2. The initial address of the Registered Agent is:

7245 Clinton Hudson Lane  
Tallahassee, FL 32310

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE III  
DURATION

Section 1. The period of duration is perpetual, The Corporation is organized pursuant to the "Not for Profit" Corporation laws of the State of Florida. The qualification for members, if any, and the manner of their admission shall be regulated by the By-Laws.

ARTICLE IV  
BOARD OF DIRECTORS

Section 1. There shall be, six Director on the initial Board of Directors / Trustees.

Section 2. The method of election of the Board of Directors / Trustees shall be stated in the By-Laws.

Section 3. The names and addresses of the initial Board of Directors / Trustees are:

JEFFREY MARX, President, 2533 N. Marshfield,  
FERN MARX, Executive Director, Chicago, IL 60614  
ARTICLE VI Joseph Franklin Director  
PURPOSES SAME 606

Section 1. The purpose for which this Corporation is formed is exclusively charitable, educational and scientific.

ARTICLE V  
NAME AND ADDRESS OF INCORPORATION

Section 1. The name and address of the Incorporator is:

Jeffrey Marx, President, 2533 N.  
Marshfield, Chicago, IL 60614  
ARTICLE VI

Section 1. The purpose for which this Corporation is formed is exclusively charitable, educational and scientific and consists of the following:

- A. To raise the economic, educational and social levels of the residents of the \_\_\_\_\_ County and target areas, including members of the minority community, who are substantially unemployed, under employed, 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:
- 1) educational and economic opportunities may be expanded;
  - 2) sickness, poverty, crime, and environmental degradation may be lessened;
  - 3) racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.
  - 4) 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 support from other sources.
- B. 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 the target area(s) for persons and families of low-income who otherwise would not be able to find or to afford a suitable place to live. It is the purpose of the Corporation thereby to secure the basic human needs of decent shelter and to thus lessen the burdens of government and to promote the social welfare. To provide such housing rehabilitation of existing substandard buildings and construction management of new facilities in the place of blighted structures of blighted vacant sites for the purpose of combating the deterioration of the community and by contributing to its physical improvement.
- C. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chest, 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.
- D. 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, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

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)(2) of the internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law

ARTICLE VII  
EXEMPT PURPOSES ONLY

Section 1. Notwithstanding any other provision of these this organization shall not carry on any other activities not to be carried on by an organization exempt for federal state income tax under section 501(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE  
NON-PROFIT PURPOSES ONLY

Section 1. The Corporation is organized exclusively for charitable and educational purposes.

Section 2. The Corporation is not organized nor shall be operated for the primary purpose of generating pecuniary gain or profit.

Section 3. 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.

Section 4. 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.

ARTICLE IX  
NON-POLITICAL ACTIVITY

Section 1. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise Attempting to influence legislation.

Section 2. The Corporation shall not participate in or intervene in, any political campaign on behalf of any candidate for public office.

## ARTICLE X

Section 1. 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)(2) the Internal Revenue Code of 1986, to be *used exclusively* for charitable and educational purposes.

Section 2. If the Corporation holds any assets in trust, such *assets shall be disposed of* in such 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.

## ARTICLE XI PRIVATE CORPORATION RESTRICTIONS

Section 1. In the event that this Corporation shall become a private foundation" within the meaning of section 509 of the Internal Revenue Code of 1954, the Corporation shall distribute its income for each taxable year at such time and such manner as not to subject it to tax under section 4942 of the Internal Revenue Code.

Section 2. The Corporation 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(3) of the Internal Revenue Code.

Section 3. The Corporation shall not retain any excess business holdings as defined in section 4943(3) of the Internal Revenue Code.

Section 4. The Corporation shall not make any investments in *such manner as to subject* it to tax under section 4944 of the Internal Revenue Code; and

Section 5. the Corporation shall not make any taxable expenditure as defined in section 4945(d) of the Internal Revenue Code

## ARTICLE XII INDEMNIFICATION

Section 1. Any person (and the heirs, executors, and administrator of such person(s) made or threatened to be made a party of any action suit of proceeding by reason of the fact that he or she is or was a Director-Trustee 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 his or her heirs, executors or administrator in connection with the defense of settlement such suit or proceeding, or in connection with the appearance therein, except in relation to matters as to which it shall be adjudged 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.

Section 2. 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.

#### ARTICLE XIII POWERS

Section 1. The Corporation is to have any and all powers to do any and all things- necessary to - expedite or carry out the purposes and objectives of this Corporation and as may be determined by the Board of Director/trustees and subject to the By-Laws and possess all rights, privileges and immunities to enjoy benefits granted Corporations under the laws of the State of Florida provided that only such powers as are in furtherance of tax exempt purposes of the Articles of Incorporation herein are contemplated.

Section 2. Reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes provided that, obligating those persons, associations, and corporations, as described in Section 503 of the Code.

Section 3. Notwithstanding any of the provisions of these Articles of Incorporation, the Corporation shall not have the power to exercise any part, nor shall it directly or indirectly, engage in any activity that would prevent it from obtaining exemption from taxation or to lose exempt status as a for profit described, permitted and limited under Section 501(c)(2) of the Internal Revenue Code of 1986.

#### ARTICLE XIV MEMBERSHIP

Section 1. Membership of this Corporation shall consist of those persons, associations, and corporations, pursuant to and as provided in the By-Laws.

Section 2. The names, addresses and residences of the persons who are to serve as members until otherwise provided for in the ByLaws are set forth in Article IV of these Articles of incorporation.

#### ARTICLE XV BOARD OF DIRECTOR

Section 1. This Corporation shall be operated and governed by a Board of Director/Trustee The By-Laws may provide another name for the Board of Director/Trustee and shall otherwise provide for

of the organization, and the corporation shall have not less than four (4) members of the Board of Directors and not more than fifteen ( 15) members of the Board of Directors.

Section 2. The initial directors (who shall serve until their successors have been duly qualified and elected in accordance with the corporation's bylaws) shall be those persons listed in An Article IV (Board of Directors) and who are listed below as the initial subscribers of this organization:

Name	Position	Address
Jeffrey Marx	President	2533 N. Marshfield Chicago, IL 60614
FERN MARX	Executive Director	2533 N. Marshfield Chicago, IL 60614

Section 3. The directors will be elected at the annual meetings of the corporation to be announced in accordance to the instructions contained in the bylaws to this organization.

#### ARTICLE XVI

The corporation shall have perpetual existence.

#### ARTICLE XVII ELECTIONS

Elections shall be conducted pursuant to the instructions contained in the bylaws to this organization.

#### ARTICLE XVIII TERM OF OFFICE

Term of office shall be pursuant to the instructions contained in the bylaws to this organization.

#### EXECUTION

I HEREBY CERTIFY that these Articles of Incorporation are hereby executed by the Incorporator on this                      day of                      2000

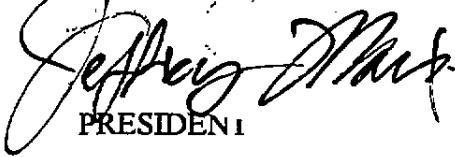


STATE OF FLORIDA)

) SS:

COUNTY OF LEON )

ATTESTATION:

  
PRESIDENT

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Insight CDC, Inc.

2. The name and address of the registered agent and office is:

Joseph Franklin  
(NAME)  
1717 Apalachee Pkwy # 438  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)  
7245 Clinton Hodson Lane  
Chicago, Tallahassee, FL 32310  
(CITY/STATE/ZIP)

*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.*

  
(SIGNATURE)

2-22-00  
(DATE)

00 FEB 22 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED