

TRANSMITTAL LETTER

NO000000002513

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

SUBJECT: North Florida Weed and Seed, Inc.
(Proposed corporate name - must include suffix)

800003211508--3
-04/17/00--01124--014
*****78.75 *****78.75

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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Carmen A. Coleman
Name (Printed or typed)

438 W. Brevard St.
Address

Tallahassee FL 32301
City, State & Zip

850-891-4167
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 17 PM 2:57

APPROVED
AND
FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR 17 PM 2:49

RECEIVED

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

W.W.

**ARTICLE OF INCORPORATION
OF
NORTH FLORIDA WEED AND SEED, INC.**

A NON-PROFIT ORGANIZATION

The undersigned, acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be NORTH FLORIDA WEED AND SEED, INC., a non-profit corporation.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The initial post office address of the principal office of place of business of said corporation in the State of Florida is North Florida Weed and Seed, Inc., 438 West Brevard Street, Tallahassee, Florida 32301. The Board of Directors of said corporation may from time to time move the principal place of business or office to any other address in the City of Tallahassee.

ARTICLE III - PURPOSE

The specific purposes for which Corporation is organized to develop partnerships that provide support and alternatives for youth and adults who may become involved in criminal activities through the implementation of various programs which includes:

- Community Empowerment
- Family Enrichment
- Community Revitalization
- Community Education

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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ARTICLE IV - MANNER OF ELECTION OF OFFICERS & DIRECTORS

The manner in which the Board of Directors are elected or appointed may be as stated in the By-laws.

Section 1. The Board of Directors, at its first meeting and annually thereafter at the annual meeting, shall elect officers. The officers are elected to hold office for a period of two (2) years and until their successors are elected and qualify.

Section 2. The officers of the Corporation shall be President, First Vice-President, Second Vice-President, Secretary and Treasurer and such other officers as may be determined upon and selected by the Board of Directors.

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes; provided, however that this Corporation, in exercising any one or more such power shall do so only in furtherance of the purposes for which this Corporation has been organized as described in Article III hereof.

ARTICLE VI - BYLAWS

The Board of Directors shall have the power to adopt and amend By-laws regulating the affairs and prescribing the duties of the officers of the Corporation, which By-laws shall not be inconsistent with these Articles of Incorporation.

ARTICLE VII - AMENDMENTS

Section 1. These Articles of Incorporation may be amended by the Board of Directors at any meeting by the affirmative vote of two-thirds (2/3) of the Board of Directors of the Corporation, provided that notice of the proposed amendments shall have been given to each

Board of Directors member in writing at least ten (10) days prior to such meeting. Provided, further, however, that previous notice of any proposed amendments shall not be necessary at any meeting of the Board at which all of the Board of Directors of the Corporation are present.

Section 2. Amendments if the Article of Incorporation, when approved as aforesaid, must be forwarded to the Secretary of the State of Florida, and filed and approved before the same shall become effective.

ARTICLE VIII - DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of this Corporation, the Board of Directors shall, after paying and making provision of all the liabilities of the Corporation, distribute the assets to **(the City of Tallahassee, a municipal corporation)**, for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future Internal Revenue Code as the Board of Directors shall determine. Any of such assets not so disposed of shall be distributed by a court of the county in which the principal office of the corporation is then located to another organization to be used in such manner as in the judgment of the court will best accomplish the general purpose for which the dissolved Corporation was organized. In no event shall any of the assets or property of the Corporation or the proceeds of any such property or assets in the event of such dissolution, go or be distributed to members of the dissolved Corporation, either for the reimbursement of any such subscribe, donated or contributed by such members or for any other such purpose.

ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is Carmen Coleman, 438 West Brevard Street, Tallahassee, Florida 32301.

COMPLIANCE 501 (c) (3) OF THE INTERNAL REVENUE CODE

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE X - INCORPORATORS

The names and the street addresses of the incorporators for these article of incorporation are:

James Bellamy, Chairperson

918 Railroad Avenue
Tallahassee, FL 32310

Janie B. Reddings, 1st Vice Chairperson

438 West Brevard Street
Tallahassee, FL 32310

Andrea Howard, 2nd Vice Chairperson

1225 Easterwood Drive
Tallahassee, FL 32311

Jaye Corbett, Secretary

313-F Mabry Street
Tallahassee, FL 32304

Ferdeana McQueen, Treasurer

2920 Rackley Drive
Tallahassee, FL 32310

The undersigned incorporators have executed these Articles of Incorporation this
_____ day of _____, 2000.

Signature of Incorporator:

James Bellamy

918 Railroad Avenue
Tallahassee, FL 32310

Janie B. Reddings

438 West Brevard Street
Tallahassee, FL 32301

Andrea L. Howard

1235 Easterwood Drive
Tallahassee, FL 32311

Jaye Corbett

313-F Mabry Street
Tallahassee, FL 32304

Ferdeana McQueen

2920 Rackley Drive
Tallahassee, FL 32310

**CERTIFICATION OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

NORTH FLORIDA WEED AND SEED, INC..

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

Carmen Coleman
438 W. Brevard Street
Tallahassee, Florida 32301

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 provision 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.

Carmen Coleman
(SIGNATURE)

4-6-2000
(DATE)

APPROVED
AND
FILED
00 APR 17 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA