

LAW OFFICE OF  
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4440 North Oceanshore Blvd., #109  
Palm Coast, Florida 32137  
(904) 445-7567  
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**N00000005871**

August 22, 2000

Tracy Smith, Document Specialist  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**FILED**  
00 SEP -5 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Re: United Foundation for Humanity, Inc.  
Reference Number: W00000018602

000003333410--3  
-07/24/00--01102--011  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir/Madam:

Enclosed is a copy of your letter dated July 26, 2000 stating the reason for returning the document for Helping Hands of Florida, Inc. The name has been changed.

Enclosed is the original and one copy of the Articles of Incorporation for United Foundation for Humanity, Inc. which we request that you approve and file. Therefore, please use the check in the amount of \$87.50 as the filing fee and certificate fee previously sent for Helping Hands of Florida, Inc. Please return a certified copy of the Articles of Incorporation to my office in the stamped envelope enclosed herein.

If you have any questions regarding this matter, please give me a call. Thank you for your courtesies in this matter.

Sincerely,

  
James A. Scott, Jr.

**BA**  
**9/12**

JAS:tt  
Enclosure



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 26, 2000

SYLVESTER C. SPINETTA III  
13 PATRICK PL  
PALM COAST, FL 32164

SUBJECT: ~~HELPING HANDS OF FLORIDA, INC.~~ *United Foundation For Humanity, inc.*  
Ref. Number: W00000018602

We have received your document for HELPING HANDS OF FLORIDA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 700A00040687

ARTICLES OF INCORPORATION

OF

UNITED FOUNDATION FOR HUMANITY, INC.

FILED  
00 SEP -5 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In compliance with the requirements of F.S. Chapter 617, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a non-profit organization as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE I. NAME

The name of this non-profit corporation shall be UNITED FOUNDATION FOR HUMANITY, INC.

ARTICLE II. TERM OF EXISTENCE

The existence of this non-profit corporation shall continue perpetually unless dissolved by law or by the unanimous consent of its members. The effective date of this non-profit corporation shall be the date of its incorporation.

ARTICLE III. ADDRESS

The street and mailing addresses of the initial principal office of this non-profit corporation in the State of Florida is 5224 North Oceanshore Boulevard, Palm Coast, Flagler County, Florida 32137. The non-profit corporation designates James A. Scott,

Jr., located at 4440 N. Oceanshore Boulevard, Suite 109, Palm Coast, Florida 32137, as its agent to accept service of process within the State, and said office shall be designated as the non-profit corporation's initial registered office for that purpose.

#### ARTICLE IV. PURPOSES

The purposes for which this non-profit corporation is organized include but are not limited to helping indigents and other needy persons and for any other charitable purpose recognized and allowed under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time. No part of the net earnings of this non-profit corporation shall inure to the benefit of any shareholder, member or private individual. No substantial part of the activities of this non-profit corporation shall include the carrying on of propaganda or the attempt to influence legislation (except as otherwise provided in subsection (h) of Section 501), and this non-profit corporation shall not participate in or intervene in (including but not limited to the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

#### ARTICLE V. ELECTION OF BOARD OF DIRECTORS

This non-profit corporation shall conduct an organizational meeting at which the initial Board of Directors are elected or appointed by the incorporators and thereafter said Board of Directors shall be elected at an annual meeting of the members of this non-profit corporation. Upon the written consent of all members, the foregoing actions can be taken without the necessity of a formal meeting and upon written consent therefore. The

non-profit corporation shall have not less than three directors. To the extent not inconsistent herewith, the non-profit corporation's directors shall be elected as set forth in the Bylaws.

#### ARTICLE VI. INCORPORATORS

The names and residence addresses of the Incorporators of this non-profit corporation are as follows:

<u>Name</u>	<u>Address</u>
Sylvester C. Spinetta III	13 Patrick Place, Palm Coast, FL 32164
John Schmidt	150 Bellaire Drive, Palm Coast, FL 32137
Edwin L. Hynes	36 Shady Lane, Palm Coast, FL 32137

#### ARTICLE VII. VOTING RIGHTS

Except for electing the Board of Directors annually, the members of this non-profit corporation shall not be entitled to vote and the Directors shall have the sole voting power of this non-profit corporation.

#### ARTICLE VIII. LIMITATION ON TRANSFERABILITY

No member may transfer part or all of his or her membership or ownership interest in this non-profit corporation without the express, written consent of the other members of this non-profit corporation and additionally, no member may transfer part or all of that members' membership or ownership right in the non-profit corporation without first offering to the other members in equal parts said ownership interest on the

same terms and conditions by which the transferring member seeks to transfer ownership interest, in part or in whole.

The UNDERSIGNED, being the incorporators hereinafter named, for the purpose of forming a non-profit corporation to conduct the activities described hereinabove both within and without the State of Florida, do make, subscribe, acknowledge and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and hereto sets his hand and seal this 21<sup>st</sup> day of August, 2000.

Erica Flanigan  
Witness

Sylvester C. Spinetta III  
Sylvester C. Spinetta III

James H. Schmidt  
Witness

John Schmidt  
John Schmidt

Erica Flanigan  
Witness

Edwin L. Hynes  
Edwin L. Hynes

#### ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for UNITED FOUNDATION FOR HUMANITY, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501.

8.22.00  
DATE

JAMES A. SCOTT, JR.  
Registered Agent