

C. Erica White

Requester's Name

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Bay Street Community Development Corp.  
(Corporation Name) (Document #)

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2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☐ Walk in ☐ Pick up time

☐ Mail out ☐ Will wait

☐ Photocopy

☒ Certified ☐ Certificate of Status

**NEW FILINGS**

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

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**AMENDMENTS**

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

**REGISTRATION/QUALIFICATION**

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

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Examiner's Initials

# ARTICLES OF INCORPORATION OF BAY STREET COMMUNITY DEVELOPMENT CORPORATION

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The Bay Street Community Development Corporation, Winter Garden, Florida, do voluntarily associate themselves to form a nonprofit corporation under the laws of the State of Florida and do hereby certify:

## ARTICLE I - NAME OF CORPORATION

The corporate name of this corporation shall be Bay Street Community Development Corporation.

## ARTICLE II - ADDRESS OF PRINCIPAL OFFICES

The principal offices of said corporation shall be located at 1301 East Bay Street in the City of Winter Garden, FL 34787, Orange County, Florida.

## ARTICLE III - PURPOSE

### SECTION A. - THE PRIMARY PURPOSE

This corporation is organized exclusively for the following purposes: charitable, scientific, literary, and educational within the meaning of section 501©(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501©(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. All funds, whether income or principal and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

## ARTICLE IV - EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the non-profit corporate purposes set forth in the above stated Article.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum

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before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

#### **ARTICLE V – NONDISCRIMINATORY POLICY**

This corporation and no part thereof shall discriminate against its employees, students or any other person that chooses to do any kind of business with said corporation. This corporation accepts any race, color, national and ethnic origin to enjoy all of the rights privileges, programs and activities generally accorded or made available to the general public.

#### **ARTICLE VI - DURATION**

The duration of the corporate existence shall be perpetual.

#### **ARTICLE VII - BOARD OF DIRECTORS**

The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation. The civil officers of the corporation shall be the President, Vice-president, Clerk, Secretary, Assistant Secretary, Treasurer, and such other officers, as the corporation shall establish. This corporation shall have no members.

(A) The President shall preside at all meetings and shall make an annual report of the status and condition of the corporation to the Board of Directors. The President shall sign all certificates, contracts, deeds and other instruments of the corporation. During the absence or disability of the President, the Vice-president shall exercise all the powers and discharge all the duties of the President based upon the general guidelines given in the bylaws of this corporation.

(B) The Secretary shall keep the minutes of all meetings; shall have charge of the seal and corporate books and shall make such reports and perform such duties as are required of him / her by the corporation, and shall sign all certificates, contracts, deeds and other instruments of the corporation. The Assistant Secretary shall perform the duties of the secretary in his / her absence, or disability, or as directed by the corporation.

(C) The Treasurer shall have custody of all moneys and securities of the corporation and shall keep regular books of account. He/she shall disburse the funds of the corporation in payment of the just demands against the corporation or as may be required of him/her. This person shall make an accounting of all his transactions as Treasurer and of the financial condition of the

corporation. The Assistant Treasurer shall perform duties of the Treasurer in his / her absence, disability or as directed by the corporation.

#### **THE INITIAL BOARD OF DIRECTORS / OFFICERS**

The members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly chosen and qualified, or removed as provided in the bylaws. The number of Directors constituting the first Board of Directors is 5, their names and addresses being as follows:

<u>Name</u>	<u>Address</u>	<u>City / State</u>	<u>Title</u>
Mr. Byron D. Stevenson	1301 East Bay Street	Winter Garden, FL	President
Mr. Joseph Johnson	1322 Daniels Cove Dr	Winter Garden, FL	Vice-President
Mrs. Koren Welch	1301 East Bay Street	Winter Garden, FL	Secretary
Mrs. Frances King	1663 Christopher St	Winter Garden, FL	Trustee
Mrs. Loretta Flowers	1070 Lincoln Terrace	Winter Garden, FL	Trustee
Mrs. Patresa Haywood	7201 Woodhill Park Dr	Orlando, FL	Trustee

#### **ARTICLE VIII - PERSONAL LIABILITY**

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

#### **ARTICLE XV - DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of the corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

#### **ARTICLE X - BYLAWS**

Bylaws of the corporation may be made, altered, or rescinded by the members of the corporation at any regular meeting with a majority of the Board of Directors present.

#### **ARTICLE XI - AMENDMENTS**

These Articles of Incorporation may be amended upon 2/3 vote of the majority of the Board of Directors. Proposed amendments shall have been presented in writing prior to the date of the meeting at which the proposed amendment is to be acted upon.

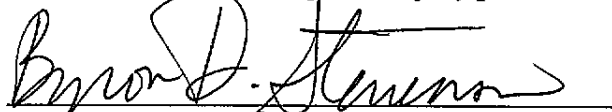
**AMENDMENT EFFECTIVENESS QUALIFICATION**

Amendments to the Articles of Incorporation, when approved by a 2/3 vote of the Board of Directors present and voting as provided in Amendment VII, must also be forwarded to the Florida Secretary of State Office and filed before the same shall become effective.

**ARTICLE XII - REGISTERED AGENT**

**Byron Stevenson**  
1301 East Bay Street  
Winter Garden, FL 34787

*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 the 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.*

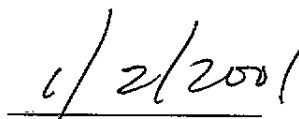
  
Signature of the Registered Agent

  
Date

**ARTICLE XIII - THE INCORPORATOR**

**Byron Stevenson**  
1301 East Bay Street  
Winter Garden, FL 34787

  
Signature of the Incorporator

  
Date

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