

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

1001000001028

Clearwater Community-  
Based Development  
Organization, Inc.

700003676687---4  
-02/13/01--01059--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Signature \_\_\_\_\_

Requested by: 130

Name \_\_\_\_\_

Date 2/13/01

Time 10:00

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_

FILED  
RECEIVED  
01 FEB 13 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FEB 13 AM 11:57  
FEB 13 AM 3:40

FEB 13 2001

**ARTICLES OF INCORPORATION OF  
CLEARWATER COMMUNITY-BASED DEVELOPMENT ORGANIZATION, INC.  
A FLORIDA NONPROFIT CORPORATION**

**ARTICLE ONE. NAME**

The name of this corporation is Clearwater Community-Based Development Organization, Inc.

**ARTICLE TWO. STATEMENT OF CORPORATE NATURE**

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

**ARTICLE THREE. GENERAL AND SPECIFIC PURPOSES**

The specific and primary purpose for which this corporation is formed are exclusively charitable, educational, and scientific and consist of the following:

1. The ownership and management of real estate which will be used primarily for community economic development, job training skills, and as an incubator for small community-based businesses and enterprises, primarily in economically depressed areas.
2. To raise the economic, educational and social levels of the residents of Pinellas County, Florida, including members of the minority community, who are substantially unemployed, underemployed, 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 (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; and (c) racial tensions, prejudice and discrimination, economic and otherwise, may be eliminated.
3. 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 financial support from other sources.
4. To aid, support and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, education 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.
5. 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.

**FILED**  
01 FEB 13 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6. The general purposes for which this corporation is formed are to operate exclusively for artistic, charitable and creative educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under this Code.

7. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### ARTICLE FOUR. TERM

This corporation shall have a perpetual existence.

#### ARTICLE FIVE. MEMBERSHIP

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

#### ARTICLE SIX. SUBSCRIBERS

The names and addresses of the subscribers of this corporation are as follows:

Charlie Harris	1417 Pinebrook Blvd. Clearwater, FL 33755
Laron Barber	110 E. Grapefruit Circle Clearwater, FL 33754
Eddie Whitfield	1416 Admiral Woodsen Lane Clearwater, FL 33755
Lena Young-Green	3406 N. Avon Avenue Tampa, FL 33603
Mark W. Brandt	13 Eagle Lane Palm Harbor, FL 34683

#### ARTICLE SEVEN. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is the County of Pinellas. The street address of the initial principal office of the corporation and the initial mailing address is 595 Main Street, Dunedin, FL 34698.

(b) The name and address of this corporation's registered agent is Mark W. Brandt, 595 Main Street, Dunedin, FL 34698.

#### ARTICLE EIGHT. MANAGEMENT OF CORPORATE AFFAIRS

(a) *Board of Trustees.* The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be no less than three (3); provided, however, that such number may be changed by a bylaw duly adopted by the members.

The manner in which the members of the board of trustees are to be elected will be as set forth in the bylaws. There shall be an executive committee of the board of trustees consisting of the president, vice president, secretary and treasurer and one (1) trustee selected by the board of trustees and the bylaws shall specify the power and authority of such executive committee.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

(c) *Corporate Officers.* The board of trustees shall elect the following officers: president, vice president, secretary and treasurer and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

Charlie Harris, President  
Laron Barber, Secretary  
Eddie Whitfield, Treasurer

#### ARTICLE NINE. BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

#### ARTICLE TEN. DEDICATION OF ASSETS

The corporation is organized exclusively for charitable and educational purposes. The corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain

or profit. 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 educational purposes. The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and education purpose, no part of which shall inure to the benefit of any individual.

#### ARTICLE ELEVEN: DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE TWELVE. AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

#### ARTICLE THIRTEEN. PRIVATE FOUNDATION

In the event that this corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code 1954, the corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal revenue code; 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(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

#### ARTICLE FOURTEEN. INDEMNIFICATION

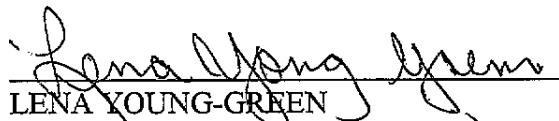
Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a director or officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or connection with any 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 duties. 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.


We, the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on \_\_\_\_ day of February, 2001.

  
CHARLIE HARRIS

  
LARON BARBER

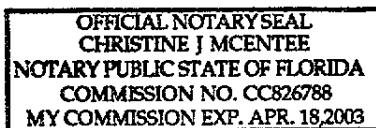
  
EDDIE WHITFIELD

  
LENA YOUNG-GREEN

  
MARK W. BRANDT

STATE OF FLORIDA  
COUNTY OF PINELLAS

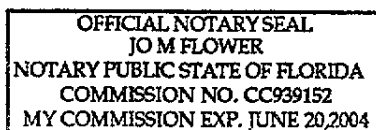
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of February, 2001, by CHARLIE HARRIS, who ☒ is personally known to me or who ☐ has produced Florida Driver's License or \_\_\_\_\_ as identification.



  
Notary Public

STATE OF FLORIDA  
COUNTY OF PINELLAS

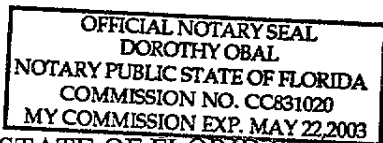
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of February, 2001, by LARON BARBER, who ☐ is personally known to me or who ☒ has produced Florida Driver's License or \_\_\_\_\_ as identification.

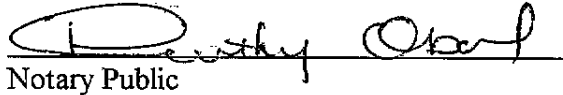


  
Notary Public

STATE OF FLORIDA  
COUNTY OF PINELLAS

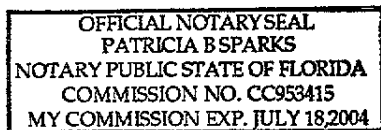
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of February, 2001, by EDDIE WHITFIELD, who ☐ is personally known to me or who ☒ has produced Florida Driver's License or \_\_\_\_\_ as identification.

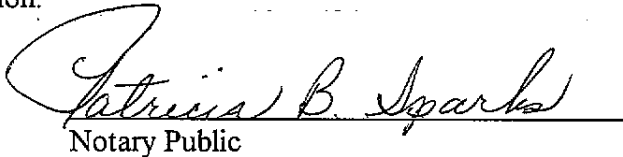


  
Notary Public

STATE OF FLORIDA  
COUNTY OF PINELLAS

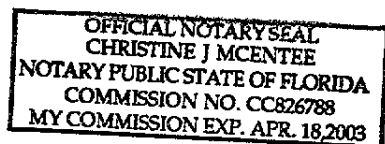
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of February, 2001, by LENA YOUNG-GREEN, who ☐ is personally known to me or who ☒ has produced Florida Driver's License or \_\_\_\_\_ as identification.

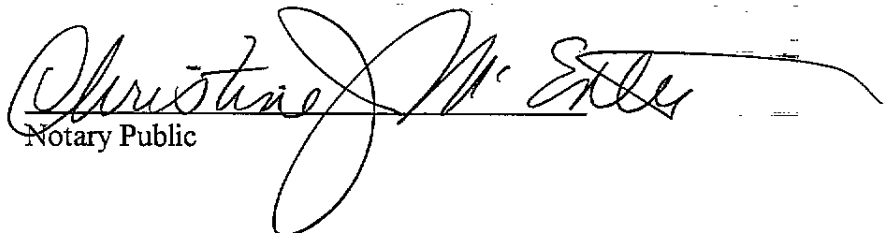


  
Notary Public

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of February, 2001, by MARK W. BRANDT, who ☒ is personally known to me or who ☐ has produced Florida Driver's License or \_\_\_\_\_ as identification.



  
Notary Public

**CERTIFICATE**

DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED: **CLEARWATER COMMUNITY-BASED DEVELOPMENT ORGANIZATION,  
INC.** desiring to organize or qualify under the laws of the State of Florida, with the principal place of  
business in the City of Clearwater, Florida, has named **MARK W. BRANDT** as its resident agent to  
accept service of process within Florida.

Signature: *Charles D. [illegible]*

Title: President

Date: 2/09/01

01 FEB 13 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ACCEPTANCE BY AGENT**

Having been named to accept service of process for the above-stated corporation, at the place  
designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the  
provisions of all statutes relative to the proper and complete performance of my duties.

Signature: *Mark W. Brandt*

Date: 2-12-01