

N0100000078605

TRANSMITTAL LETTER

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

FILED
2001 NOV -5 PM 3:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SUBJECT: Brentwood Restoration Outreach Ministries, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

ADDITIONAL COPY REQUIRED

FROM: Randall Vaughan
Name (Printed or typed)

500004665985--5
-11/05/01--01055--002
*****87.50 *****87.50

4901 North Palafox Street
Address

Pensacola, FL 32505
City, State & Zip

850-432-0303
Daytime Telephone number

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

eg 11/5/01

ARTICLES OF INCORPORATION

FOR

BRENTWOOD RESTORATION OUTREACH MINISTRIES, INC.

FILED

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned, acting as incorporators of a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

Article I NAME

The name of the corporation shall be Brentwood Restoration Outreach Ministries, Inc.

Article II PRINCIPAL OFFICE/MAILING ADDRESS

The principal place of business and mailing address is 4901 North Palafox Street, Pensacola, Florida 32505.

Article III DURATION

The corporation shall have perpetual duration.

Article IV PURPOSE

The corporation is a not-for-profit corporation, organized and existing for charitable purposes including, but not limited to, social services, community improvement, and personal development programs. Further, the general purposes for which this corporation is formed are to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws for such purposes, the making of distributions to organizations which qualify as tax-exempt under that Code.

The specific purposes for which the corporation is organized are:

- a. To provide the neighborhood residents of Brentwood with necessary services needed in order to build a safe and flourishing community.
- b. To provide more community social services in order to meet the overwhelming need of citizens including: educational services, social services, neighborhood development services, community resources and information services.
- c. To provide personal development services in the Brentwood community to assist individuals in overcoming life-controlling problems and behavior patterns.
- d. To establish building facilities in the Brentwood community to serve as a resource and community outreach center for the various social and community services provided.
- e. To expand our existing community outreach efforts through

establishing collaborative cooperation between local churches, businesses, community service organizations, and local, state, and federal governmental agencies.

f. To make, enter into, and perform contracts of every kind and description necessary, advisable or expedient in carrying out the purposes of the corporation, and to that end to receive, hold, and administer the funds of the corporation for the said purposes.

g. To have and maintain one or more offices within the State of Florida and conduct any of its affairs in the State of Florida or elsewhere within and without the United States of America.

h. To have the authority, either directly or indirectly, either alone or in conjunction with or in cooperation with others, to do any and all lawful acts and things necessary, useful, suitable, desirable, or proper for the furtherance and attainment of purposes of the corporation.

Article V

MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected is set forth in the Bylaws of the corporation.

Article VI

LIMITATION OF POWERS

No Private Inurement: No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or private persons; except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in these Articles.

No Political Activity: No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

No Unpermitted Activities: Notwithstanding any other provision of these Articles, this corporation shall not carry on any 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 or any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

Distribution of Assets Upon Dissolution: Upon the dissolution of this corporation, the last board of directors shall distribute the assets of the corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code, to such organizations organized and operated exclusively for such purposes. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation, or corporation organized exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code). Assets not so distributed shall be disposed of by the Circuit Court of Escambia County,

Florida, exclusively for such purposes or to such organizations, as that Court shall determine, which are organized and operated exclusively for such purposes.

Article VII

DIRECTORS/OFFICERS

The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by the board of directors. The number of directors shall be no less than three, the board of directors may change the number of directors as long as there are never less than three.

The incorporators of Brentwood Restoration Outreach Ministries shall appoint the initial board of directors. Officers shall be nominated and elected by the appointed directors. The initial directors and officers shall serve until the next annual meeting of the corporation. The election of directors and officers shall take place at the annual meeting in the organization. Officers shall be elected for a term of three years. The person officially on duty when election of directors and officers is held shall be permitted to vote by absentee ballot.

Unless otherwise provided in Bylaws, the corporation shall have as officers a president, one or more vice-presidents, a secretary, and a treasurer, which shall be chosen by the board of directors and the officers and shall serve at the pleasure of the board of directors. A person may serve as one or more officers, except the president, secretary, and treasurer cannot hold the office of president, secretary, or treasurer concurrently.

The annual meeting of the corporation shall be held in March of each year on the date set by the president. Annual meetings of the corporation may be held in or out of the State of Florida.

The following persons are designated to act as directors for the first year of corporate existence or until their respective successors shall be duly qualified.

Name and Address

Office

David Brown
1601 Condor Dr
Cantonment, FL 32533

Director

Robert W. Cox
5306 Bristol Ave
Pensacola, FL 32505

Director

David Fowler
7714 Deborah Ave
Pensacola, FL 32514

Director

Gordon McGraw
11 Edgewater Dr
Pensacola, FL 32507

Director

Edward Neel
7641 Northpointe Dr
Pensacola, FL 32514

Director

Adrian Owens
1458 N Blue Angel Parkway
Pensacola, FL 32506

Director

Andrew Tompkins
3725 Rolling Acres Rd
Pensacola, FL 32571

Director

Claude T. Welch
5750 Frank Reeder Rd
Pensacola, FL 32526

Director

Charles Williamson
7833 Petersen Point Rd
Milton, FL 32583

Director

Article VIII

INCORPORATORS

David Brown
1601 Condor Dr
Cantonment, FL 32533

Robert W. Cox
5306 Bristol Ave
Pensacola, FL 32505

David Fowler
7714 Deborah Ave
Pensacola, FL 32514

Gordon McGraw
11 Edgewater Dr
Pensacola, FL 32507

Edward Neel
7641 Northpointe Dr
Pensacola, FL 32514

Adrian Owens
1458 N Blue Angel PKWY
Pensacola, FL 32506

Andrew Tompkins
3725 Rolling Acres Rd
Pensacola, FL 32571

Claude T. Welch
5750 Frank Reeder Rd
Pensacola, FL 32526

Charles Williamson
7833 Petersen Point Rd
Milton, FL 32583

Article IX

INITIAL REGISTERED OFFICE/AGENT

The street address of the registered office of this corporation is 4901 North Palafox Street, Pensacola, Florida 32505, and the registered agent at this address is Randall Vaughan whose written acceptance as such follows these Articles.

Article X

BYLAWS

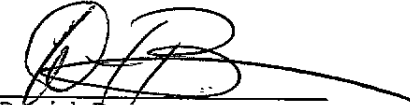
The power to adopt, alter, amend or repeal Bylaws shall be vested in the board of directors.

Article XI


AMENDMENT

The board of directors may make amendments to these Articles of Incorporation by resolution adopted by two-thirds vote of a quorum of directors.

The undersigned incorporators have executed these Articles of Incorporation this ____ day of ____ 2001.


David Brown


Robert W. Cox


David Fowler

Gordon McGraw
Gordon McGraw

Edward Neel
Edward Neel

Adrian B. Owens
Adrian Owens

Andrew Tompkins
Andrew Tompkins

Claude T. Welch
Claude T. Welch

Charles Williamson
Charles Williamson

**CERTIFICATE 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.

a. The name of the corporation is:

Brentwood Restoration Outreach Ministries, Inc.

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

Randall Vaughan
4901 North Palafox Street
Pensacola, Florida 32505

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.

Randall Vaughan
Randall Vaughan

Date 10-31-01

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TALLAHASSEE FLORIDA