

TRANSMITTAL LETTER

N 02000001792

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

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-03/06/02--01031--009
*****78.75 *****78.75

SUBJECT: United URBAN OUTREACH, 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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: United URBAN OUTREACH, INC.
Name (Printed or typed)

8117 N. 13th Street
Address

Tampa, FL 33604
City, State & Zip

(813) 933-1113
Daytime Telephone number

02 MAR - 6 AM 9:29

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

F. CHESSE

MAR 13

ARTICLES OF INCORPORATION

The undersigned hereby associate themselves to form a corporation for charitable purposes under the provisions of Part I of Chapter 617 of the Florida Statutes (herein called the "Company"), and for these purposes they adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the company is UNITED URBAN OUTREACH, INCORPORATED.

ARTICLE II

Purposes, Limitations, and Dissolutions

Section 2.1 Purposes. The company is organized exclusively for charitable and educational purposes primarily for metropolitan areas and not for profit and with such further limitations as shall be provided in the by laws of the Company including (but not limited to):

Improve the quality of life for families and their children in the Sulphur Springs Community and surrounding neighborhoods. These objectives shall be accomplished through educational programs, advocacy, community organizing, community and economic development and planning and civic representation of the neighborhoods concerns.

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STATE
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Section 2.3 Dissolution. Upon the dissolution of the Company, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities at such time, are qualified as exempt organizations under Section 501 (c) (3) and are described in Section 170(c), 170(b)(1)(A), 20559a) of the Internal Revenue Code as the court shall determine.

ARTICLE III

Powers

Except as specifically limited above, the Company shall have all power and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including, but not limited to, power to purchase, own, and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for charitable purposes.

ARTICLES IV

Membership

Section 4.1 Qualifications. The only members of the Company shall be those persons who from time to time are elected to serve as members of the Board of Trustees of the Company in accordance with the terms and provisions of Article VIII of these Articles of Incorporation.

Section 4.2 Termination. The membership of any member shall be terminated at such time as that person shall cease to be a member of the Board of Trustees of the Company.

ARTICLE V

Term of Existence

This Company shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

Section 2.2 Limitations on Actions. No part of the net earnings of the Company shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, persons, except that the Company 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 Article II. No substantial part of the activities of the Company shall be the carrying on of propaganda, if otherwise attempting to influence legislation, and the Company shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaigning on behalf of any candidate for public office. Notwithstanding any other provision of these articles, however, the Company shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 or (or the corresponding provision of any future United States Internal Revenue Service law, any references to the Internal Revenue Code and provisions thereof shall include successor provisions of any future corresponding Federal Tax Law) including (during any period in which the Company is a Private Foundation as described in section 509 of the Internal Revenue Code as amended from time to time) but not limited to:

1. Engaging in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code;
2. Retaining any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code which would subject the Corporation to tax under Section 4943 if the Internal Revenue Code;
3. Making any investments which would subject the corporation to tax under Section 4944 of the Internal Revenue Code;
4. Making taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code;
5. Conducting any activity or receiving or investing in any property which would cause the corporation to have unrelated business taxable income within the meaning of Section 512 of the Internal Revenue Code (or any successor provision thereof)

The corporation shall make distributions for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Internal Revenue Code. Further, activities and limitations on actions imposed upon corporations not for profit under the law of the State of Florida.

ARTICLE VI

Incorporators

Cepeda McKay
4424 E. Curtis Street
Tampa, FL. 33610

ARTICLE VII

Officers

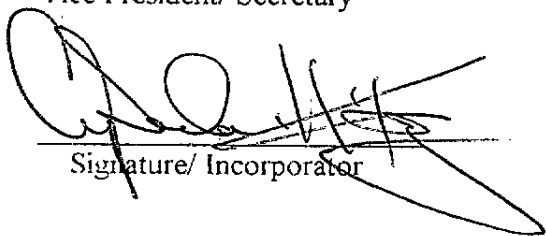
Section 7.1 Number. The affairs of the Company are to be managed by a president, vice president, a secretary, and a treasurer and such other officers as may be provided by the Bylaws. Any two or more offices may be held by the same person.

Section 7.2 Manner of election. The officers of the company shall be elected or appointed annually at a meeting of the Board of Directors by a majority vote of the Board of Directors and shall serve for a term of 1 year. Officers may be removed at any time by a majority vote of the Board of Directors, without cause.

Section 7.3 Names of First Officers. The name of the persons who are to serve as officers of the Company initially and until successors are duly elected and appointed are:

Title
President/Treasurer
Vice President/ Secretary

Name
Cepeda McKay
Jeffery Johnson



Signature/ Incorporator

1/3/01

Date

ARTICLE VIII

Board of Directors

Section 8.1 Number. The Board of Directors of the Company shall consist of no less than three (3) persons.

Section 8.2 Election and Removal. The initial members of the Board of Directors shall serve until they die, resign, or be removed as provided in this section. Directors may be removed by a majority of the vote of the Board of Directors at any time with or without cause. Successors to Directors who die, resign, or are removed shall be elected by the vote of majority of the remaining members of the Board of Directors.

Section 8.4 Executive Committee. The Board of Trustees may, pursuant to a resolution adopted by a majority of all the members of the Board, designate two(2) or more of its members to constitute an executive committee, which, to the extent provided in such resolution, may exercise the powers of the Board of Trustees.

ARTICLE IX

Stocks and Dividends Prohibited

The Company shall give no capital stock, pay no dividends, distribute the net income to its members, officers or trustees, and the private property of its members shall not be liable for any obligation of the Company.

ARTICLE X

Bylaws

The bylaws of this Company shall be made, altered or rescinded by a vote of the majority of all the members of the Board of Trustees.

ARTICLE XI

Amendment

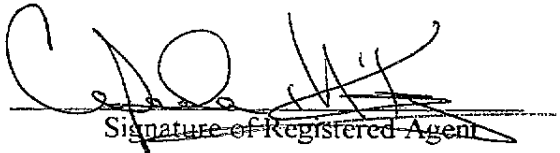
Amendments to these Articles of Incorporation may be proposed and adopted by vote of a majority of all members of the Board of Trustees.

ARTICLE XII

Office of Registered Agent

The address of the initial principal and registered office of the Company is 4224 E. Curtis Street, Tampa, FL. 33610 and Cepeda McKay is designated as the registered agent to accept services of process of the Company within this state. Attention: Cepeda McKay, 4224 E. Curtis Street, Tampa, FL. 33610.

I hereby accept the appointment of registered agent and agree to act in this capacity.


Signature of Registered Agent

1/3/01
Date

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