

N 020000003794
TRANSMITTAL LETTER

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

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-05/16/02--01071--005
*****87.50 *****87.50

SUBJECT: PRONICA, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

EFFECTIVE DATE
05-31-02

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: PRONICA, INC - Ruth Paine
Name (Printed or typed)

130 17th AVE SE
Address

St. Petersburg FL 33705-2810
City, State & Zip

727-895-3099 - home 727-821-2428
Daytime Telephone number

FILED
02 MAY 16 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FL 32314

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

BM 5/17

ARTICLES OF INCORPORATION
for
ProNica, Inc.

FILED
02 MAY 16 AM 11:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation shall be

ProNica, Inc.

EFFECTIVE DATE

05-31-02

**ARTICLE II: PRINCIPAL PLACE OF
BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of this corporation shall be:

**130 Nineteenth Avenue South East
Saint Petersburg, Florida 33705-2810**

ARTICLE III: PURPOSES

ProNica, Inc., is incorporated exclusively for religious, educational or charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and any corresponding provision of a future Internal Revenue Code. A more specific description of the nature and purposes of ProNica, Inc., follows:

Background:

ProNica has been a committee of the Southeastern Yearly Meeting of the Religious Society of Friends (Quakers) for over 10 years. The ProNica committee provides practical opportunities for religious service to promote Quaker testimonies such as peace, equality and community. ProNica will remain under the spiritual care of Southeastern Yearly Meeting.

Purposes:

The purposes of ProNica, Inc. are:

1. To provide funds, equipment and information to established community organizations in Nicaragua. The focus of this assistance is on community and economic development, sustainable agriculture, health, education, training in non-violent resolution of conflicts, and women's empowerment.
2. To educate North Americans about the history, current conditions and needs of Nicaragua and its people.
3. To develop friendships and a sense of partnership with the members of the community organizations we assist.

ARTICLE IV: SELECTION OF BOARD OF DIRECTORS

A majority of the directors of ProNica, Inc., shall be members of the Religious Society of Friends. Southeastern Yearly Meeting of the Religious Society of Friends shall name (appoint) a majority of the members of the board of directors of ProNica, Inc. The remaining members of the board of directors shall be named (appointed) as provided in the bylaws.

ARTICLE V: NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS

The Initial members of the Board of Directors are:

Kathryn Wingard

205 110th Avenue, Treasure Island, Florida 33706-4611

Barbara K. Mahal

120 17th Avenue South, Saint Petersburg, Florida 33701-5906

Ruth Hyde Paine

551 25th Avenue South East, Saint Petersburg, Florida 33705-3311

Martha. J. Johnson

9100 #1 Park Boulevard, Seminole, Florida 33777

Herbert S. Haigh

651 6th Avenue North, Tierra Verde, Florida 33715-2000

**ARTICLE VI: NAME AND FLORIDA STREET ADDRESS OF
THE INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent is:

Louis D. Putney
4805 South Himes Avenue
Tampa, Florida 33611

ARTICLE VII: NAME AND ADDRESS OF THE INCORPORATOR

The name and address of the Incorporator is:

Herbert S. Haigh
651 6th Avenue North
Tierra Verde, Florida 33715-2000

ARTICLE VIII: LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in 617.0302, Fla Stats. (2000), except:

(1) That no part of the net earnings of the corporation shall inure to the benefit of any member, trustee, officer of the corporation, or for any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any corporate assets on dissolution of the corporation. No substantial part of the activities of the 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office;

(2) That it may receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of any income therefrom or principal thereof exclusively for charitable, religious or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended;

(3) Notwithstanding any other provisions of these articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (a) by a corporation exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of such code and regulations as they now exist or as they may hereafter be amended.

(4) The assets of this corporation are irrevocably and permanently dedicated to the purposes described in Article III. Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations as such corporation shall determine, that are organized and operated exclusively for such purposes.

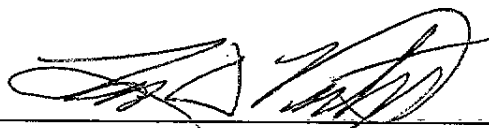
ARTICLE IX: EFFECTIVE DATE OF INCORPORATION

The effective date of incorporation for ProNica, Inc. shall be May 31, 2002.

Having been named as registered agent to accept service of process for the above stated corporation at the following business address:

4805 South Himes Avenue
Tampa, Florida 33611

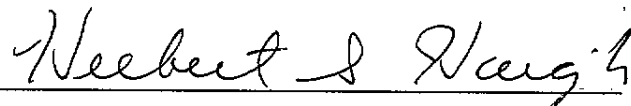
I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Louis D. Putney, *Registered Agent*

5-10-02

Date



Herbert S. Haigh, *Incorporator*

5/12/02

Date

02 MAY 16 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED