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TRANSMITTAL LETTER

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

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-06/05/02--01044--019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Bay Area Black Storytellers, 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: Gomez W. Payne  
Name (Printed or typed)

4505 N. Rome Ave. #1404  
Address

Tampa, FL 336043  
City, State & Zip

(813) 234-0433  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JUN -5 AM 9:49

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

F. GRESSER JUN 6

# ARTICLES OF INCORPORATION

Bay Area Black Storytellers, INC.  
(Florida Non-Profit Corporation)

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JUN -5 AM 9:49

THE UNDERSIGNED, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation not for profit under and by virtue of the laws of the State of Florida.

THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

## ARTICLE I - NAME

The name of the corporation shall be Bay Area Black Storytellers, INC.

## ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 901 W. Virginia Avenue, Tampa, FL 33606.

## ARTICLE III - PURPOSE

The organization is organized exclusively for charitable, religious, cultural, educational and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.

## ARTICLE IV - QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

The members of the corporation shall consist of any adult accepted by the Board of Directors expressing a desire to help further the purposes for which the corporation was organized, and who displays a willingness to regularly contribute time and service in this regard. A mature person who, of gracious character and good reputation within the community, is willing to contribute time and money for this purpose may, upon request, be admitted to membership by vote of a majority of the Directors.

Each member shall be entitled to at least one vote as a member of the corporation. The exact number of votes to be cast by the members and the manner of exercising voting rights shall be determined by the By-Laws of the corporation.

## ARTICLE V - TERM

The date of commencement of corporate existence shall be when these Articles have been filed with the Department of State and approved by it and the respective filing fee has been paid.

The term of existence of this corporation shall be in perpetuity without a specific term or existence.

## **ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent of the corporation are Gomez W. Payne, 4505 N. Rome Avenue, #1404, Tampa, FL, 33604.

## **ARTICLE VII - INCORPORATORS**

The names and addresses of the subscribers to these Articles are as follows:

Deborah A. Austin, 8700 N. 50<sup>th</sup> Street, #1302, Tampa, FL 33617  
Myron Jackson, 901 W. Virginia Avenue, Tampa, FL 33603  
Gomez W. Payne, 4505 N. Rome Avenue, # 1404, Tampa, FL 33604<sup>3</sup>  
James E. Tokley, Sr., 2118 W. Carmen Street, Tampa, FL 33606

## **ARTICLE VIII - DIRECTORS/OFFICERS**

The Board of Directors of the corporation shall consist of no less than three (3) directors as determined by the By-Laws. Directors may be removed and the vacancies filled in the manner provided by the By-Laws.

The Directors named in these Articles shall serve as Directors for the ensuing year, or until the first annual meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the By-Laws.

The Board of Directors shall have the authority to make provision for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which this compensation shall be paid. Any Director may also serve the corporation in any other capacity and receive compensation therefrom in any form.

The officers whose positions and duties are set forth in the By-Laws will manage the affairs of this corporation. The Board of Directors shall elect officers at its first meeting.

The names and addresses of the officers are as follows:

Chairperson:	Deborah A. Austin, 8700 N. 50 <sup>th</sup> Street, #1302, Tampa, FL 33617
Vice-President	James E. Tokley, Sr., 2118 W. Carmen Street, Tampa, FL 33606
Secretary	Myron Jackson, 901 W. Virginia Avenue, Tampa, FL 33603
Treasurer:	Gomez W. Payne, 4505 N. Rome Avenue, # 1404, Tampa, FL 33604 <sup>3</sup>

## **ARTICLE IX - BASIS OF OPERATION**

No part of the net earning of the corporation shall ever inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 the purpose clause hereof. No substantial part of the activities of the organization 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 any candidate for public office. The organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding

section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE X - DISSOLUTION**

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

#### **ARTICLE XI - MANNER OF ELECTION OF OFFICERS**

All officers shall be elected by the Board of Directors for four year terms.

##### **A. Chairperson and Vice-Chairperson**

The chairperson and shall lead all corporation meetings. The vice-chairperson shall serve as chairperson in his absence and succeed automatically to the chair should that office be vacated.

##### **B. Secretary**

The secretary shall be responsible for ensuring that proper minutes are recorded of all corporation (congregational) meetings.

##### **C. Treasurer**

The treasurer shall be responsible for ensuring that proper and prudent procedures are followed in the administration of all church funds and fiscal matters.

#### **ARTICLE XII - BY-LAWS**

The first By-Laws of the corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors in the manner provided by such By-Laws.

#### **ARTICLE XIII - AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by the Board of Directors, proposed by them to the members and approved at a membership meeting for which due notice of the proposed amendment was given, by affirmative vote of a quorum of the members present.

Provided, however, that no amendment shall make any changes in the qualifications for membership not voting rights of members without approval in writing by all members.

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WE, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of Florida, do make and affix our signatures to acknowledge and file in the office of the Secretary of State these Articles of Incorporation.

WITNESS our respective hands and seals on the dates and places indicated below.

Deborah A. Austin      Deborah A. Austin      5/31/02  
Signature Incorporator      Name Printed      Date

James E. Tokley, Sr.      James E. Tokley, Sr.      5/31/02  
Signature Incorporator      Name Printed      Date

Myron Jackson      SEC. MYRON JACKSON      5/31/02  
Signature Incorporator      Name Printed      Date

Gomez W. Payne      Gomez W. Payne      5/31/02  
Signature Incorporator      Name Printed      Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Gomez W. Payne      Gomez W. Payne      5/31/02  
Signature Registered Agent      Name Printed      Date

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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