

# N02000007954

## TRANSMITTAL LETTER

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

400008411364--2  
-10/16/02--01093--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Treasure Coast Helping Hands  
(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:

Lisa G. Smith  
Name (Printed or typed)

513 Quincy Ave.  
Address

Ft. Pierce, Fl. 34950  
City, State & Zip

772-460-5414  
Daytime Telephone number

2002 OCT 16 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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

10-17-02

**ARTICLES OF INCORPORATION**  
**OF**  
**TREASURE COAST HELPING HANDS CORPORATION**  
(A Florida Nonprofit Corporation)

The undersigned, acting as an incorporator of a nonprofit Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**  
**NAME**

The name of this corporation is TREASURE COAST HELPING HANDS CORPORATION hereinafter also referred to as the "Corporation."

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

The principal office of the Corporation within the State of Florida shall be located at 823 Orange Ave. Ft. Pierce, Florida 34950.

The Corporation may have such other offices, either within or outside the State of Florida, as the Board of Directors may determine from time to time.

The mailing address of the corporation shall be at 823 Orange Ave. Ft. Pierce, Florida 34950.

**ARTICLE III**  
**PURPOSES, POWERS AND LIMITATIONS**

This corporation is organized and shall have continued existence under Chapter 617 of the laws of the State of Florida as a non-profit, tax exempt charitable organization as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or of the corresponding provisions of any future United States Revenue Law).

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2002 OCT 16 AM 9:31  
TREASURE COAST HELPING HANDS CORPORATION

A. The specific and primary purposes of this Corporation are:

1. To act with charitable and benevolent concern toward the indigent, disadvantaged and impoverished individuals and families throughout the Treasure Coast area, without regard to race, religion, or nationality, through a variety of programs designed to improve the quality of their life, health and well being while preserving their dignity.
2. To empower families by providing them with access to a network of programs activities and services provided by this organization, as well as a referral link to services provided by other charitable, benevolent, or educational organizations.
3. To provide practical counseling programs in a wide variety of areas, including but not limited to, personal growth and development, dating, relationships, personal finance, family planning, marriage enrichment, career, problem resolution, and education planning.

B. The general powers of the Corporation are:

1. To accept, receive, hold, sell, re-invest, and dispose of gifts, donations, devises, and bequests of both real and personal property.
2. To make Bylaws for the government of the Corporation, not inconsistent with the laws of the State of Florida, the United States, other states or foreign countries wherein the Corporation might minister; and to alter, revise and amend the same at will.
3. To purchase, acquire, own, hold, sell, use, mortgage, transfer, pledge, and deed in trust personal or real property; to supervise property of others; to borrow money; to issue bonds, debentures, notes, and other obligations of this Corporation, from time to time for any of the projects or purposes of this Corporation.
4. To buy, lease, rent, or otherwise acquire, hold or use, own, enjoy, sell, exchange, lease as lessor, mortgage, deed in trust, pledge, encumber, transfer on trust, or otherwise dispose of any and all kinds of property, whether real, personal, or mixed, and to receive property by devise or bequest.

5. To borrow money and to contract debts, to issue bonds, notes, and other evidences of indebtedness, and to secure them by any or all of the property of this corporation or to issue them unsecured.
6. To enter into, make, perform, and carry out contracts of every kind for any lawful purpose and without limit on amount with any persons, firm, or corporation.
7. To engage such employees as may be necessary to perform the duties involved in carrying on the Corporation's business.
8. To have and to exercise all the powers conferred by Florida law upon nonprofit Corporations, as that law is now in effect or may at any time hereafter be amended.

#### C. IRREVOCABLE DEDICATION TO CHARITABLE, RELIGIOUS AND EDUCATIONAL PURPOSES.

This Corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### D. PROHIBITION AGAINST PRIVATE BENEFIT.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any member of the Corporation or any other 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 Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

#### E. PROHIBITION AGAINST POLITICAL ACTIVITIES.

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.

#### F. GENERAL LEGAL LIMITATIONS.

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

### ARTICLE IV DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors who shall have a fiduciary responsibility to the Corporation. The Directors shall be representative of religious, civic, minority, academic and corporate/business Leaders within the Treasure Coast area. There shall be Seven (7) members of the initial Board of Directors of the Corporation. The initial Board of Directors shall hold office until the first Annual Business Meeting for the election of Directors or until the respective successors to such Directors shall be elected and qualified. At the end of their term of office as a Director or in the event of a vacancy on the Board, Directors shall be elected in the manner set forth in the Bylaws of the Corporation. The qualifications, and terms of office, shall be set forth in the Bylaws of the Corporation. The number of Directors may be fixed or changed from time-to-time only by an amendment to the Bylaws of the Corporation but at no time shall the number of Directors be less than three (3).

## ARTICLE V MEMBERS

The Corporation shall begin its operation with no members and therefore no classes of members.

## ARTICLE VI DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VII POLICY REGARDING CONFLICTS OF INTEREST

Any Director, Officer, Member, or key employee who has an interest in a contract or other transaction before any board, committee or other voting constituency of the Corporation for authorization, approval, or ratification thereof, shall make a prompt and full disclosure of his interest to board, committee or other voting constituency, prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction which might reasonably be construed to be adverse to the Corporation's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five percent (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present

factual information or to respond to questions) in, the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the board, committee or other voting constituency takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation and whether a quorum was present.

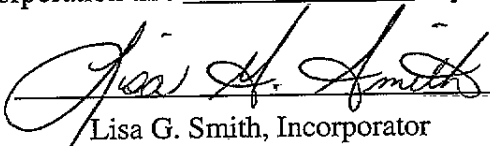
ARTICLE VIII  
INITIAL REGISTERED AGENT

The initial registered agent for service of process is Ron Kurusis /Marine Connection located at 2970 North US. 1, Ft. Pierce, Florida 34946.

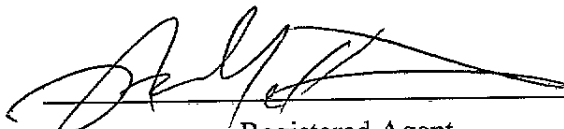
ARTICLE IX  
INCORPORATOR

The name and residence address of the subscriber of these Articles of incorporation is Lisa G. Smith, whose mailing address is 513 Quincy Ave. Ft. Pierce, Florida 34950.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11<sup>th</sup> day of ~~August~~ <sup>October</sup>, 2002.

  
\_\_\_\_\_  
Lisa G. Smith, Incorporator

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.

  
\_\_\_\_\_  
Registered Agent

10/11/02  
Date