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CAPITAL CONNECTION, INC.

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United Christian Outreach

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**Articles of Incorporation
For
United Christian Outreach Ministries
Community Outreach Center, Inc.,**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, statute 617 hereby adopts the following Articles of Incorporation:

**Article I.
Name**

The name of this corporation shall be: United Christian Outreach Ministries, Community Outreach Center, Incorporated.

**Article II
Principal Office**

The principle place of business shall be in Dade County, Florida, with the right to change and move said principal place of business within the State of Florida as the Board of Directors may from time to time deem proper. The principle place of business and mailing address of this corporation shall be:

4740 NW 7 Ave
Miami, Fl 33129

The mailing address is the same.

**Article III
Purpose**

The corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Internal Revenue Code, 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, or corresponding section of any future code.

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The purpose for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To raise the economic, educational and social levels of the residents of Dade County, Florida including members of the minority community, who are substantially unemployed, underemployed, or whose income is below federal poverty guidelines, to foster and promote community wide interest and concern for the problem of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; and (c) racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.
2. To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises; and to assist said residents and groups in obtaining financial support from other sources.
3. To expand opportunities available to said residents and groups to obtain adequate low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing in Dade County for persons and families of low-income who other wise would not be able to find or afford a suitable place to live. It is the purpose of the corporation thereby to relieve the poor, distressed, underprivileged and indigent by enabling them t o secure the basic human needs of decent shelter and to thus lessens burdens of government and promote the social welfare. To provide such housing through rehabilitation of existing substandard buildings and constructions of new facilities in the place of blighted vacant sites in the place of blighted structures or blighted vacant sites in the place blighted structures or blighted vacant sites for the purpose of combating the

deterioration of the community and contributing to its physical improvement.

4. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chest, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
5. To do any and all lawful activities, which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering or training of the foregoing purposes, either directly or indirectly, and either alone or in conjunction of any kind or nature, such as corporations, firms, associations, trust institution, foundations, governmental bureaus, departments or agencies.
6. All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Article IV Initial Board of Directors

The manner in which the directors are elected or appointed is stated in the By-laws.

Article V
Directors

The number of the initial directors of this corporation is 3. The name and addresses of the members of the First Board of Directors who shall hold office for the corporation are as follows:

Johnny L. Glenn
7630 NW 14th Avenue
Miami, Fl. 33147-5714

Lawrence Peterson Sr.
277 NE 116th Street
Miami, Fl. 33161

Xavier Smith
6612 SW 26th Street
Miramar, Fl. 33302

Article VI
Initial Registered Office and Agent

The registered agent and the registered address of the principle office of the incorporation shall be:

Johnny L. Glenn
7630 NW 14th Avenue
Miami, Fl. 33147-5714

Article VII
Incorporator

The name(s) and address(es) of the incorporator of this corporation is (are):

Johnny L. Glenn
7630 NW 14th Avenue

Miami, Fl. 33147-5714

Article VIII
Term of Existence

The period of duration of this corporation is perpetual.

Article IX
Qualifications of Membership

The categories of membership, and the manner of admission shall be set forth in and regulated by the By-Laws of the corporation.

Article X
Voting Rights

Members of the corporation will have such voting rights as are provided in the By-Laws of the Corporation.

Article XI
Liabilities for Debts

Neither the members, nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

Article XII
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the Board of Directors, proposed by them to Members, and approved at a members meeting by a majority of the members, unless all the Directors and all the Members sign a written statement manifesting their intention their intention that a certain amendment of these Articles of Incorporation be made.

Article XIII Indemnification

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the Board of Directors, that indemnification of the director, officer, employee or agent, as the case maybe, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the Board of Directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees or agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding n advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of

the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation "director", "officer", "employee" or "agent" shall include the heir's estates, executors, administrators and personal representative of such persons.

Article XIV Dissolution

In the event of dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed and turned over to one or more organization described in Sections 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future Internal Revenue Code,

Any additional provisions for the operation of the Corporation are as follows:

Article XV Limitations on Activities

No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue

Code or (2) by a corporations contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Article XVI Prohibition Against Private Inurement

No Part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in furtherance of the purposes set forth in these Articles.

Articles XVII Compensation Restriction

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowance paid to or provided for employees, director, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

Article XVIII Private Foundation Requirements and restrictions

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the Corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code; 4) shall not make any investments in

such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

Acknowledgement and Consent of Registered Agent

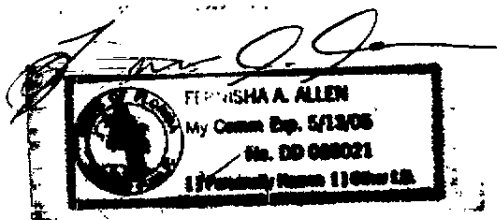
The undersigned incorporator(s) hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Having been made initial Registered Agent to accept service of process for the above stated corporation at the initial registered office designated in these Articles of Incorporation. I hereby accept the appointment as registered agent and consent 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.


Johnny L. Glenn, Incorporator

11/4/02
Date

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledge these Articles of Incorporation. The undersigned incorporators have executed these Articles of Incorporation on this 4th day of November, 2002.



11/4/02