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Account Number : 070744001530
Phone : (305) 358-2571
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FLORIDA NON-PROFIT CORPORATION**FBO/CBO CONSORTIUM OF BROWARD COUNTY, INC.**

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**ARTICLES OF INCORPORATION
OF
FLORIDA NON-PROFIT CORPORATION**

Article I

Corporate Name

The name of this corporation shall be:

FBO/CBO CONSORTIUM OF BROWARD COUNTY, INC.

Article II

Corporate Nature

The term of existence of the corporation is perpetual.

Article III

PURPOSE

This is a non-profit institution that is organized and operated exclusively for charitable, scientific and educational purposes, pursuant to the Florida Corporation Not-for-Profit law set forth in section 617 of the Florida Statutes. Without limiting the foregoing, the purposes for which the FBO/CBO Consortium of Broward County, Inc. is formed are:

- A. To bring together, and under its umbrella, the widest array of other charitable organizations, as well as public and private institutions, in order to create, organize, administer and deliver the broadest range of charitable, compassionate social, economic and educational services to the poor, the disadvantaged, and all people in need of social and economic rehabilitation, including but not limited to activities that provides relief to the poor and the underprivileged, and lessen the burdens of government by providing community social services and/or supplementing government assistance programs.
- B. To combat community economic deterioration by promoting and undertaking economic development programs or projects, including commercial area revitalization, housing rehabilitation, as well as addition to and/or improvement of the housing stock, and to eliminate prejudice and discrimination through home purchase programs and/or minority business assistance program and other programs designed to increase the participation of all minority groups in public programs as well as activities of private and business institutions.

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- C. To operate and provide a voice for the interest of the entire community in Broward County in particular, and all over Florida in general, with special interest and focus on the underserved, economically disadvantaged communities, including environmental justice and/or environmental, educational and economic equity issues, and, further, to facilitate equal access to participation in the FBO/CBO Consortium of Broward County, Inc..
- D. To demonstrate, on a continuing basis, the need for environmental, educational and economic justice; to seek solutions to environmental, educational and economic problems; to assist in the expansion or modification of existing programs, or the development of new programs, to promote activities and foster cooperation among local, state, and national agencies serving the community.
- E. To develop to the fullest extent possible governmental, voluntary and private financial resources, needed to meet the environmental, educational and economic justice needs of the community, and to deploy support for the FBO/CBO Consortium of Broward County, Inc. to maximize the resources available to its member agencies for services aimed at the most urgent human needs of individual persons in our community.
- F. To manage effectively and efficiently the operations of the FBO/CBO Consortium of Broward County, Inc. and to offer assistance to agencies wishing to improve their outreach, environmental, educational and economic programs, as well as to both listen and speak to the community.
- G. To receive contributions and gifts, and to allocate and distribute funds, monies and other resources raised to meet the environmental, educational and economic needs of the community and in furtherance of the purposes of the FBO/CBO Consortium of Broward County, Inc..
- H. To do all things, which it may deem necessary or proper in order to carry into efficacy all of the foregoing objectives or purposes.

Article IV

Principal place of business and mailing address:

The temporary office and mailing address of this corporation shall be at:

405 NW 3rd Avenue
Pompano Beach, Florida 33060

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Article V

To operate exclusively in any other manner for such charitable purposes as will qualify it as an exempt organization under Section 501 (C) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

Article VI

Management of Corporate Affairs

- A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be three (3), provided, however, that the number of Directors may be changed, by law duly adopted by the members.
- B. The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.
- C. Directors elected at the first annual meeting, and at all times thereafter, shall serve for a two (2) year term until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 405 NW 3rd Avenue, Pompano Beach, Florida 33060 on any date and/or such other place as the Board of Directors may designate from time to time by resolution.
- D. Any action required, or permitted to be taken, by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other documents filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.
- E. The name and addresses of such initial members of the Board of Directors are as follows:

NAME

ADDRESS

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Raya T. McCray
Chairman

Bethel Community Development
405 NW 3rd Avenue
Pompano Beach, FL 33060

Kelvin Smith
V/Chairman

Rhema Human Services Corp.
5215 Pembroke Road
Hollywood, FL 33021

Tammy Morton
Secretary

Mount Bethel Human Services
1021 NW 6th Street
Fort Lauderdale, FL 33311

Diane Jones
Treasurer

Episcopal Mental Health Minority
101 NE 1st Street
Pompano Beach, FL 33030

- F. The Corporate Officers. The Board of Directors shall elect the following officers: Chairman, Vice-Chairman, Executive Vice-Chairman, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the persons named above shall serve as corporate officers.

Article VII

The name and address of the incorporators executing these Articles of Incorporation is as follows:

NAME	ADDRESS
Chairman/D Raya T. McCray	405 NW 3 rd Avenue Pompano Beach, FL 33060
V-Chairman/D Kelvin Smith	5215 Pembroke Road Hollywood, FL 33021
Sec./D Tammy Morton	1021 NW 6 th Street Fort-Lauderdale, FL 33311
Treasurer, Diane Jones	101 NE 1 st Street Pompano Beach, FL 33060
Assistant, Rev. Yolette Antoine	185 NE 1 st Avenue Pompano Beach, FL 33029

Article VIII

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The name and address of the Subscriber of this corporation is as follows:

NAME	ADDRESS
Raya T. McCray	405 NW 3 rd Avenue Pompano Beach, FL 33060

Article IX

Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not-For-Profit law of the State of Florida, concerning corporate action that must be authorized and approved by the members of the corporation. Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following procedure set forth therefore in the Bylaws.

Article X

Dedication of Assets

The property of this corporation is irrevocable dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefits of any director, officer or member thereof, or to the benefit of any private individual.

Article XI

Registered Agent Name and Address

The name and address of the corporation's registered agent shall be Raya T. McCray at 405 NW 3rd Avenue, Pompano Beach, Florida 33060.


Raya T. McCray
Registered Agent

Article XII

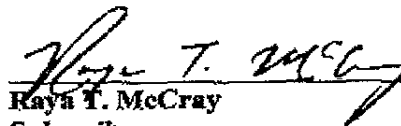
Amendments to these Articles of Incorporation may be proposed by resolutions adopted by the Board of Directors and presented to quorum of members for their vote.

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I, the undersigned, being the subscriber of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 5th Day of February, 2003.

I hereby assert that I am familiar with and accept the duties and responsibilities of Subscriber.


Raya T. McCray
Subscriber

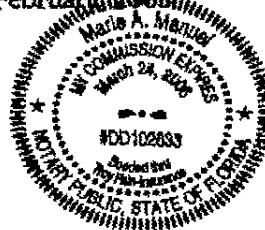
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Before me, a notary public authorized to take acknowledgements in the State and County set fourth above, personally appeared RAYA T. McCRAY know to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

Raya T. McCray
Raya T. McCray



Notary Public, State of Florida
At Large
Marie A. Manuel