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08/22/03--01049--013 **35.00

08/11/03--01052--021 **43.75

FILED
03 AUG 20 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1888-503

TRANSMITTAL LETTER

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

SUBJECT: New Life Community Promise, 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: Andre L. Martin, Sr.

Name (Printed or typed)

5238-19 Norwood Avenue

Address

Jacksonville, FL 32208

City, State & Zip

(904) 764-4499

Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 12, 2003

ANDRE L. MARTIN, SR
5238-19 NORWOOD AVE
JACKSONVILLE, FL 32208

SUBJECT: NEW LIFE COMMUNITY PROMISE, INC.
Ref. Number: W03000022881

We have received your document for NEW LIFE COMMUNITY PROMISE, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist
New Filings Section

Letter Number: 703A00045975

RECEIVED
03 AUG 20 PM 4:32
SECRET
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
NEW LIFE COMMUNITY PROMISE, INC.**

(A Corporation Not for Profit)

We, the undersigned, for the purposes of forming a corporation not for profit under the Laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME AND OFFICE

The name of this corporation shall be **NEW LIFE COMMUNITY PROMISE, INC.**

Its principal office shall be located at 650 West Pope Road, #218, in the City of St. Augustine, County of St. Johns and State of Florida.

ARTICLE II - CORPORATE PURPOSE

This corporation is organized and chartered for the purpose of utilizing all public and private sources to revitalize distressed communities through providing education, human services, and community development services in St. Augustine and/or St. Johns County, Florida, and its environs. The primary objective of this corporation shall be to coordinate and plan the delivery of educational activities, human services and revitalization activities, and to conduct such other activities as shall be necessary or desirable to further the purpose of the corporation, so long as such activities are permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Internal Revenue Code).

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03 AUG 20 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III - POWERS

The corporation is authorized and empowered to do all things necessary to carry on and accomplish the purpose for which it is organized and chartered, including authority and power:

To enter into, make and perform contracts of every kind and description.

To acquire land for the purpose of constructing improvements thereon, whether residential or commercial in nature.

To construct improvements, either residential or commercial in nature, and thereafter to resell or to lease such land and improvements to private citizens or to the City of St. Augustine and/or St. Johns County.

To have one or more offices, to carry on all of any of its operations and business and without restriction or limit as to the amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description.

To acquire, construct, convert, or expand plant facilities for lease or sale.

To borrow or raise monies for any of the purposes of the corporation and from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To assist the City of St. Augustine and/or St. Johns County in the implementation of educational, human services and community development programs for neighborhood and commercial revitalization.

To provide such auxiliary services as may be essential and necessary to the effectuation of the main purposes of the corporation.

To do all things allowed by law for a corporation exempt from federal income taxation under 501(c)(3) of the Internal Revenue Code of 1954.

Notwithstanding anything to the contrary herein before set forth, this corporation shall have no power or authority to engage in any activity which would disqualify it as a corporation exempt from federal taxation under 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Internal Revenue Code) and notwithstanding any prior grant of any such violative power hereinbefore, this provision shall have the effect of voiding and nullifying such grant insofar as it is intended to be construed as the superior and paramount provision affecting the corporation.

ARTICLE IV - LIMITATIONS

The corporation shall neither have nor issue any stock. No part of the assets or income of the corporation shall inure to the benefit of any member, director, officer or any other private individual, and no member, director, officer or any private individual shall be entitled to share in the distribution of any of the corporation's assets on dissolution of the corporation. No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation except that reasonable compensation or consideration may be paid to persons selling real or personal property and none of the assets shall be distributed to any member, director or officer of this corporation or to any private individual. The corporation shall not engage in a regular business other than the business for which it is formed of a kind ordinarily carried on for profit or conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and the regulations there under as they now exist or as they may hereafter be amended.

ARTICLE V - MEMBERSHIP

Section 1. Qualification for Membership. Members of this corporation shall be persons who have evidenced concern and interest in its purposes and have also evidence in their business, professional or public occupations, or in their activity in organizations related to the purpose of this corporation, characteristics of leadership and dedication towards stimulating the revitalization of St. Augustine and/or St. Johns County in the area of promoting and assisting human services and the growth and development of residential and commercial districts.

Section 2. Initial Members. The initial members of this corporation shall be individuals and organizations interested in education, human services, and revitalization within St. Johns County.

Section 3. Number. The number of members at any time shall never be less than three (3).

Section 4. Termination of Membership. Membership shall be terminated by death or resignation of a member or by termination or resignation as a member of the New Life Community Promise.

Section 5. Additional Members. New or additional members of this corporation shall be the new or additional members of the New Life Community Promise.

ARTICLE VI – DISSOLUTION

Upon dissolution of the corporation, 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. Any such assets not disposed of by the Court of the Common Pleas of the county in which the principal office of the organization 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 - TERM

This corporation shall have perpetual existence.

ARTICLE VIII - RESIDENT AGENT

The name and street address of the initial registered agent of this corporation, upon whom service of process may be made, is as follows:

NAME

ADDRESS

Carrie L. Stroman

650 West Pope Road, Apt. 218
St. Augustine, Florida 32080

ARTICLE IX - SUBSCRIBERS

The name and residence of the Subscriber hereto is:

NAME

ADDRESS

Carrie L. Stroman

650 West Pope Road, Apt. 218
St., Augustine, Florida 32080

ARTICLE X - OFFICERS AND DIRECTORS

A President, Vice President-Treasurer, a Secretary shall administer the affairs of this corporation, and such other officers as may be provided in the by-laws. They shall be chosen annually by the Board of Directors of the Corporation at its annual meeting and shall serve until their successors are appointed and qualified. The Corporation shall be managed and its policies established by a Board of Directors, which shall be elected annually by the members of this Corporation and number no less than three (3) and no more than seven (7). The Board of Directors shall have the power to create a standing Executive Committee composed of no less than three (3) nor more than five (5) of its members, whose purpose it shall be to agendize the goals and prioritize the objectives and actions of the Corporation, but this delegation of authority is not exclusive and preemptory but merely advisory. The initial directors and their addresses are:

NAME

ADDRESS

Carrie L. Stroman

650 West Pope Road
St. Augustine, Florida 32080

Robert Boone

7415 CR 208
St. Augustine, Florida 32092

Wanda Bargeman

1088 West 15th Street
St. Augustine, Florida 32092


ARTICLE XI - BY-LAWS

The by-laws of this Corporation shall be adopted by the initial directors named in these Articles of Incorporation and may thereafter be amended, altered, rescinded and new by-laws adopted by the Board of Directors.

ARTICLE XII - AMENDMENTS


Amendments to the Articles of Incorporation may be proposed by any member of the Board of Directors and may be adopted by the affirmative vote of a majority of the Board of Directors.

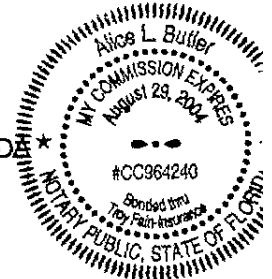
IN WITNESS WHEREOF, the undersigned subscribers and incorporators have executed these Articles of Incorporation, this 5 day of August 2003.


Carrie L. Stroman

STATE OF FLORIDA
COUNTY OF ~~DUVAL~~ ^{ALB} ST JOHNS

5 The foregoing instrument was acknowledged before me this
day of August 2003, by Carrie L. Stroman


NOTARY PUBLIC
STATE OF FLORIDA
NOTARY PUBLIC, STATE OF FLORIDA



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OR PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 607.0501 or 617.0501, Florida Statutes, the following is submitted:

NEW LIFE COMMUNITY PROMISE, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at city of St. Augustine, State of Florida, has named Carrie Stroman, located at 650 West Pope Road, Apartment 218, St. Augustine, Florida 32080, as its agent to accept service of process within Florida.

DATED: 8/5/03

Carrie L. Stroman
Carrie L. Stroman

Having been named to accept service or process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 8/5/03

Carrie L. Stroman
Carrie L. Stroman

STATE OF FLORIDA
COUNTY OF ~~DUVAL~~ ST. JOHNS
AB

Carrie Stroman, as the Registered Resident Agent on behalf of the said corporation, acknowledged the foregoing instrument before me this 5 day of August 2003.

Alice L. Butler
Notary Public, State and
County Above

My Commission Expires:
NOTARY PUBLIC, STATE OF FLORIDA

FILED
03 AUG 20 PM 2:38
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

