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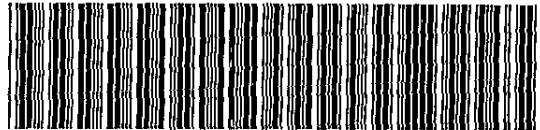
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RECEIVED  
JAN -5 PM 1:53  
CN OF CORPORATION

FILED  
04 JAN -5 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

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

SUBJECT: Kappa Community Enrichment Foundation 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:

Phillip Jackson  
Name (Printed or typed)

1604 Campbell Dr. West  
Address

Fort Walton Beach, FL 32547-1040  
City, State & Zip

850-882-2105  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**

**FOR**

**KAPPA COMMUNITY ENRICHMENT FOUNDATION, INC.**

**FILED**

04 JAN -5 PM 2:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned members of the FORT WALTON BEACH ALUMNI CHAPTER OF KAPPA ALPHA PSI FRATERNITY Inc., hereby associate ourselves together for the purpose of establishing a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I**

Name of Corporation

The name of the corporation shall be KAPPA COMMUNITY ENRICHMENT FOUNDATION, INC. (hereinafter referred to as the "Corporation")

**ARTICLE II**

Principal Place of Business

The principal place of business of the Corporation is 1604 Campbell Drive West., Fort Walton Beach, FL 32547-1040.

**ARTICLE III**

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

A. For charity, education, cultural pursuits, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To operate exclusively for charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws or tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

C. This Corporation is organized exclusively for charitable, educational, health, scientific, and cultural purposes as described in section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and for the promotion of social welfare as described in the Internal Revenue Code, Section 501(c)(4), as amended, and specifically to provide

scholarships to worthy youth in order for said youth to attend college and to provide economic security, and to expand opportunities for better education. This Corporation shall have all the powers necessary or proper for the accomplishment and furtherance of the above stated purposes incidental or related thereto, provided in the Internal Revenue Code of 1954, as amended, including but not limited to the following:

- (1) To engage in charitable activities and extend financial aid through grants, gifts, contributions, or other aid or assistance to qualified individuals.
- (2) To acquire or receive from individuals, firms, associations, corporations, trusts foundations, or any government or governmental subdivision unit or agency by deed, gifts, purchase, bequest, devise, or otherwise cash securities, and other property, tangible or intangible, real or personal, and to hold such property for the purpose of which the Corporation is organized.
- (3) To acquire, construct, maintain, and operate rehabilitation projects or redevelopment projects in accordance with the provisions of the State of Florida.
- (4) To encourage, promote, and participate in the education, rehabilitation and management of youth and related facilities and services for the benefit of youth within the state of Florida in such a way as may appear feasible and appropriate. To transact such other business incidental to and connected with said purpose.
- (5) To do whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, to carry out any of the purposes of the Corporation including the exercise all other power, rights, privileges and authority conferred on and enjoyed by corporations, generally, by virtue of the provisions of the Florida Not for Profit Corporation Act.
- (6) To accept and hold all assets received by the Corporation under the terms and conditions hereof exclusively for charitable purposes, and unless otherwise requested by the donor and authorized by the Board of Directors, all assets shall be held as unrestricted funds, and net income from such funds shall be applied for charitable purposes or the assistance of qualified individuals or charitable organizations and public charities (which are supported by private donations or public taxation), with contributions which are deductible under the Internal Revenue code of 1954 including but not limited to the promotion of education, social and scientific research, the care of the sick, the aged, infirm and handicapped, the care of children, the improvement of living, working, recreational and environmental conditions or facilities and such other charitable, educational and social purposes that will assist the betterment of the mental, moral, social, and physical conditions of the youth of the State of Florida, regardless of race, religion, sex, place of

national origin, or political persuasion in accordance with the approval of the Board of Directors.

#### **ARTICLE IV**

##### **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 Board of Directors shall consist of thirteen (13) members. The number of Directors of the Corporation may change from time to time pursuant to the By-Laws; however, such number shall not fall below three (3) persons. The Directors named in Article V as the initial Board of Directors shall hold office until the first annual meeting of the Corporation at which time the election of the full number of thirteen (13) Directors shall be conducted.

B. **Term of Office.** Directors and Officers appointed at the initial meeting, and elected at all times thereafter, shall serve for a term of office as provided in the By-laws.

C. **Annual Meeting of Corporation.** The Annual meeting of the Corporation shall be held in June of each year at such place as the Board of Directors may designate from time to time by resolution.

D. **Action Without Meeting.** 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 a majority of the members of the Board shall individually or collectively consent in writing.

## **ARTICLE V**

### **Initial Board of Directors**

The Members of the initial Board or Directors shall be the four (4). The current Polemarch and the three (3) current members, who are also Past Polemarchs of the Fort Walton Beach Alumni Chapter of Kappa Alpha Psi Fraternity Inc., will comprise the initial board of directors. Their names and addresses are as follows:

**Phillip E. Jackson, Polemarch**  
1604 Campbell Drive W.  
Fort Walton Beach, FL 32547

**Tommye L. Walker**  
Past Polemarch 2000-2002  
820 Laurel Drive  
Fort Walton Beach, FL 32548

**Dr. Clarence E. Gooden Sr.**  
Past Polemarch 1998-2000  
902 Aloma Faye Lane  
Fort Walton Beach, FL 32547

**Karl A. Morris**  
Past Polemarch 1997-1998  
2004 Argyll Court  
Lynn Haven, FL 32444

## **ARTICLE VI**

### **Registered Agent and Office**

The name and address of the Corporation's registered agent is Phillip E. Jackson, 1604 Campbell Drive West., Fort Walton Beach, FL 32547-1040.

## **ARTICLE VII**

### **Earnings and Activities of Corporation**

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 Article III hereof.

B. 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, and intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) 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 United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE VIII**

### **Distribution of Assets**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, and to such organization or organizations organized and operated exclusively for charitable, educational, 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 1954 ( or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be

disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes and such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IX**

##### **Amendment of By-Laws**

The By-Laws of this Corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

#### **ARTICLE X**

##### **Dedication of Assets**

The property of this Corporation is irrevocably dedicated to educational, and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or trustee thereof, or to the benefit of any private individual except as otherwise provided for in these Articles.

#### **ARTICLE XI**

##### **Amendment of Articles**

These Articles of Incorporation, upon proper notice, may be amended by a two-thirds vote of the total membership of the Board of Directors at a regular or special Board meeting duly noticed and called for that purpose.

#### **ARTICLE XII**

##### **Indemnification**

This Corporation shall indemnify its officers, employees and Board Members, to the full extent permitted by law.

#### **ARTICLE XIII**

##### **Effective Date of Document**

This document's effective date shall be January 5, 2004 in honor of the founding of the Kappa Alpha Psi Fraternity Inc. on this date in the year 1911.



#### **ARTICLE XIV**

##### **Incorporators**

The name and residence address of the Incorporators of this corporation are as follows:

Phillip Jackson  
1604 Campbell Drive W.  
Fort Walton Beach, FL 32547

Karl Morris  
2004 Argyll Court  
Lynn Haven, FL 32444

Tommye Walker  
820 Laurel Drive  
Fort Walton Beach, FL 32548

John Campbell  
498 Roberts Drive  
Dufuniak Springs, FL 32433

Torrence Harris  
941 Emily Circle  
Fort Walton Beach, FL 32547

Morris Kilpatrick  
1962 Procteridge Court  
Fort Walton Beach, FL 32547

James W. Greenlee  
206 Depot Street  
Jonesborough, Tennessee 37659

Keenan Lunderman  
1060 Northview Drive  
Crestview, FL 32536

Dr. Clarence Gooden Sr.  
902 Aloma Faye Lane  
Fort Walton Beach, FL 32547

Russell Okeke  
895 Silverwood Ct Apt 4  
Fort Walton Beach, FL 32547

Neicko Williams  
7184 Manatee St  
Navarre, FL 32566

Kevin Kaigler  
4324 W. 20th St. H-234  
Panama City, FL 32405

Roosevelt Shavers  
471 Keystone Rd.  
Mary Esther, FL 32569

Michael W. Hancock  
4000 Dancing Cloud Ct #19  
Destin, FL 32541

### Incorporators

\*\*\*\*\*

The undersigneds, being the incorporators 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 January 2004.

<u>Phillip E. Jackson</u> 23/12/03 Phillip E. Jackson                      Date	<u>Keenan Lunderman</u> 23 Dec 03 Keenan Lunderman                      Date
<u>Karl A. Morris</u> 23 Jan 04 Karl A. Morris                      Date	<u>Dr. Clarence Gooden Sr.</u> 23 Dec 03 Dr. Clarence Gooden Sr.                      Date
<u>Tommye Walker, Jr.</u> 23 Dec 03 Tommye Walker                      Date	<u>Russell Okeke</u> 23 Dec 03 Russell Okeke                      Date
<u>John E. Campbell</u> 23 Dec 03 John E. Campbell                      Date	<u>Neicko Williams</u> 23 Dec 0 Neicko Williams                      Date
<u>Torrence Harris</u> 23 Dec 03 Torrence Harris                      Date	<u>Kevin Kaigler</u> DEC 23, 200 Kevin Kaigler                      Date
<u>Roosevelt Shavers</u> 23 Dec 03 Roosevelt Shavers                      Date	<u>Morris Kilpatrick</u> 23 Dec 03 Morris Kilpatrick                      Date
<u>James W. Greenlee</u> 23 Dec 03 James W. Greenlee                      Date	<u>Michael Hancock</u> 23 Dec 03 Michael Hancock                      Date

### Registered Agent

\*\*\*\*\*

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

Phillip E. Jackson 1/5/2004  
 Phillip E. Jackson                      Date

FILED  
 JAN -5 PM 2:08  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA