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SECRETARY
TALLAHASSEE, FLORIDA

04 JAN 22 AM 11:58

FILED

TRANSMITTAL LETTER

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

SUBJECT: NORTHWEST COMMUNITY DEVELOPMENT CORP. OF PALM BEACH COUNTY
(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: CLIFF MC RARY, CHAIRMAN
Name (Printed or typed)

827 2ND ST.
Address

WEST PALM BEACH, FL 33401
City, State & Zip

(561) 835-1036
Daytime Telephone number

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

**ARTICLES OF INCORPORATION OF
NORTHWEST COMMUNITY DEVELOPMENT CORPORATION
OF PALM BEACH COUNTY
A NON-PROFIT CORPORATION**

We the undersigned, hereby associate ourselves together for the purpose of forming a not for profit corporation under the laws of the State of Florida.

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04 JAN 22 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be Northwest Community Development Corporation of Palm Beach County and the address of its principal office is, 827 2nd Street, West Palm Beach, FL 33401 or at such other place as the board of directors shall from time to time determine. The corporation will adopt a seal.

ARTICLE II

The duration of this not for profit corporation shall be perpetual.

ARTICLE III

The purpose and general nature of this corporation is to promote residential development, revitalization of West Palm Beach, Florida in general and the Northwest neighborhood in particular with concentration placed upon the area from Banyan on the south, Palm Beach Lakes Boulevard on the north, Tamarind on the west and North Rosemary on the east.

The corporation shall pursue both residential and commercial development and revitalization and to achieve this end shall:

1. Disseminate information concerning residential and commercial development and community improvement programs;
2. Encourage residents, owners of real property, representatives of local governments and members of private industries to work together for the purpose of strengthening the area, preserving, repairing, and improving residential housing and commercial properties and to promote, stimulate and foster investment in the area;
3. Encourage and advance the availability of improvement loans and other financing to assist commercial development and the preservation, repair, improve and development of residential housing in conformity with the Code of Ordinances of Palm Beach County;
4. Act to lessen and eliminate blight, economic depression and the deterioration of housing and commercial properties by expanding and improving the economic opportunities available to low-income persons;
5. Have the power to acquire land and interests therein, to develop land or to make such land available by sale, lease or otherwise, for the development in a manner consistent with the purposes of this corporation;

6. Provide financial support and assistance to those who could not otherwise obtain financing.
7. Encourage all levels of government, residents, property owners and private industry work together to provide technical and financial assistance and incentives, to revitalize the area and stimulate both residential and commercial development and prevent deterioration;
8. Improve the flow of information and communication between property owners, residents, state, county, local governments and financial institutions regarding efforts to lessen blight and prevent community deterioration;
9. Act in any other fashion and engage in other activities and functions as are proper and further the goals and purposes of the corporation;
10. Organize and operate the corporation exclusively for charitable purpose in accordance with the requirements of Section 501(c)(3) of the Internal Revenue code of 1954 (or corresponding provisions of any future United States Internal Revenue law) and therefore, it shall be subject to the following provisions:
 - A. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered;
 - B. Upon dissolution of the corporation, the board of directors shall, after paying or making provisions for payment of all liabilities of the corporation, first return Palm Beach County, State or local governmental entities any remaining assets which originated from funds provided by Palm Beach County, State or local governmental entities, and thereafter, dispose of all of the assets of the corporations exclusively for the purposes of the corporation in such manner, or to such organization or organizations, organized and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 ©(3) of the Internal Revenue code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) as the board of directors shall determine. Any such assets not disposed of shall be disposed of the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

The membership of the corporation shall be open to all residents 18 years of age or older. There shall be one class of membership and each member shall vote in person, with no proxy voting allowed. The class of membership and the manner of their admission shall be set forth in the corporation's by-laws.

ARTICLE V

The principal office of the corporation is 827 2nd Street, West Palm Beach, FL 33401 and the name of the initial registered agent of the corporation is Clifford T. McRary, Chairperson, 827 2nd Street, West Palm Beach, FL 334401;

ARTICLE VI

The number of directors constituting the initial board of directors shall be no less than 3 but no more than fifteen (15) members. A minimum of one member of the board will always be a resident of the neighborhood. The names and addresses of persons who are to serve as the initial directors are:

Clifford T. McRary, Chairman 827 2nd Street, West Palm Beach, FL 33401
Cassandra Kinsey-Scott, Vice-Chairwoman
Howard Brown, Secretary/Treasurer

ARTICLE VII

The name and address of the incorporator of this corporation is:

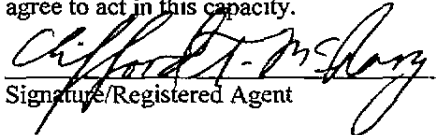
Clifford T. McRary, Chairman 827 2nd Street, West Palm Beach, FL 33401

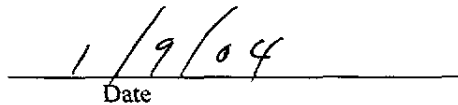
ARTICLE VIII

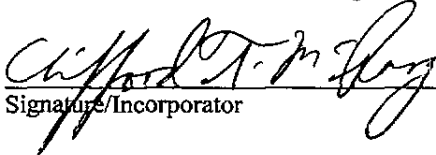
The name and the address of the registered agent is:

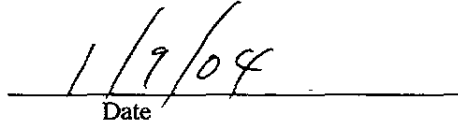
Clifford T. McRary 827 2nd Street, West Palm Beach, FL 33401

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


Signature/Registered Agent


Date


Signature/Incorporator


Date

ARTICLE IX

The affairs of the corporation shall be managed by its board of directors, who shall be elected by the members of the corporation in the manner and serve for the term as prescribed in the corporation's by-laws. The board of directors may delegate specific duties and responsibilities to its corporate officers as prescribed in the by-laws.

ARTICLE X

The names of the officers who are to serve as officers until the next election are as follows:

Chairman:	Clifford T. McRary
Vice-Chairwoman:	Cassandra Kinsey-Scott
Secretary/ Treasurer	Howard Brown

ARTICLE XI

The Articles of Incorporation or By-Laws may be altered, amended or repealed and new articles of incorporation or by-laws may be adopted, by a majority vote of all the directors, or a majority of the voting members of the corporation present an annual meeting or duly summoned special meeting of the directors, or of the members of the corporation. At least ten (10) days written notice setting for the proposed action and specific articles or by-laws to be added, deleted, amended or changed and the time and place of the meeting shall be given to all members of the corporation prior to the date of the meeting.

IN WITNESS WHEREOF, the above incorporators do hereby sign his name for the purpose of forming a not for profit corporation as hereinbefore set forth and for the purposes herein expressed:

CITY OF WEST PALM BEACH PALM BEACH COUNTY

Personally appeared before me.

Acknowledge before me 1/9/04 by Clifford McRary
who produced FDL m266 118 40 0830 as identification



Simone A. Wellington
My Commission DD118123
Expires May 08, 2006

[Signature]
Simone Wellington