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DIVISION OF CORPORATIONS
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OB 2/16

TRANSMITTAL LETTER

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

SUBJECT: Prosperity Social and Community Development, 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: Tamekia Daniels
Name (Printed or typed)
75 NE 214 Street
Address
miami FL 33179
City, State & Zip
786 663 1604
Daytime Telephone number

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

ARTICLES OF INCORPORATION

Prosperity Social and Community Development, Inc.

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ARTICLE I Name and Object

- Section 1.** The name of the corporation shall be: "The Agency, Inc.", hereinafter referred to as Prosperity Social and Community Development, Inc. located at 75 N.E. 214 Street, Miami, FL 33179.
- Section 2.** The purpose of this Agency shall be to: Provide meaningful opportunities that will stimulate and revitalize social and economic development.
- Section 3.** Prosperity Social and Community Development, Inc. shall be a non-profit organization under the control and direction of a volunteer Board of Directors.
- Section 4.** To accomplish its purposes, the Agency may establish and provide for the conduct and maintenance of its work in one or more sections of the State of Florida, and for particular groups of persons.
- Section 5.** Prosperity Social and Community Development shall have perpetual existence.
- Section 6.** The purposes for which the Agency Name is organized are exclusively religious, charitable, scientific, literary, and educational within the meanings of Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law.
- Section 7.** Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted by an organization 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.

ARTICLE II Property

- Section 1.** The Agency may hold or dispose of such property, real or personal, as may be given, divided, or bequeathed to it or entrusted to its care and keeping; may purchase, acquire, and dispose of such property as may be necessary to carry out the purpose of the Agency; and may manage, control and utilize the same in accordance with the provisions of Article IV.
- Section 2.** The highest amount of indebtedness or liability to which the Agency may at any time subject itself shall never be greater than two-thirds (2/3) of the value of the assets of the Agency.

ARTICLE III

Membership

- Section 1.** Any person who is committed to the Agency's purpose may become a member of this organization, in accordance with such provisions and classifications as may be established by the Board of Directors.
- Section 2.** Any member, eighteen (18) years of age or over, who is committed to the purposes of the Agency as defined in Article I, Section 2, and who indicates the willingness to cooperate actively in achieving these purposes, may become a voting member of this organization
- Section 3.** The responsibilities of voting members shall be:
- a) To help actively in achieving the purpose of the Agency;
 - b) To comply with the financial and other membership requirements;
 - c) To vote, and, if eligible and elected, to hold office;
 - d) To represent the Agency in national, regional, and local conferences, if an when duly authorized under the stated requirements of such representation.

ARTICLE IV

Management

- Section 1.** The management of the Agency shall be vested in a Board of Directors, consisting of not fewer than five (5) and not more than fifteen (15) persons, elected by the Board of Directors, or otherwise in such manner and for such terms not exceeding three (3) years, as the Bylaws may provide. The President/CEO is a non-voting member of the Board.
- Each director must possess the qualifications for voting membership in the Agency:
- a) The Board of Directors shall have and exercise all the powers necessary to control the work and policy of the Agency in all its details, including the appointment of Standing and Special Committees. No contract, debt or obligation shall be binding unless contracted under authority of the Board.
 - b) The Board of Directors shall have the power to fill, for the unexpired terms, all vacancies occurring in their number between annual elections. They shall have authority to make Bylaws for the governance of the Agency, not inconsistent with the Articles of Incorporation.
- Section 2.** The officers of the Board of Directors shall be a Chairman, Vice Chairman, Treasurer, Recording Secretary, and Chaplain, chosen from their own number, as provided for in the Bylaws. These shall also be the officers of the Agency.

ARTICLE V
Meetings of the Agency

- Section 1.** There shall be an Annual Meeting of the Agency within 90 days after the close of the fiscal year, at which time the Board of Directors shall report to the membership the status of the organization. Notice of this meeting shall be given to all voting members by publication or by mail at least two (2) weeks in advance.
- Section 2.** The Agency shall hold such other meetings of the organization as may be provided for in the Bylaws.
- Section 3.** Special meetings of the Agency may be called by the Chairman or by order of the Board of Directors. Upon written request of one-half of the voting membership of the Agency, the Chairman or the Recording Secretary shall call a meeting specifying the object, which shall be incorporated in the notice. A notice of such meeting shall be mailed to every voting member at least seven (7) days in advance of the meeting. No business shall be transacted at such meeting, except that for which the call is issued.
- Section 4.** One-third (1/3) of the voting membership shall constitute a quorum at any meeting called by the voting members of this Agency.
- Section 5.** A written record of the attendance and business transacted at all regular and special meetings of the Agency shall be maintained and filed with the Minutes of the Board of Directors.

ARTICLE VI
Dissolution

- Section 1.** Upon dissolution of this corporation, the Board of Directors, after paying or making provisions for the payment of liabilities of the corporation pursuant to operational law, shall distribute all assets exclusively to those organizations which are exempt under Section 501(C)(3) of the Internal Revenue Code, provided that this corporation retains discretion and control over the terminal use of said contributions prior to dissolution.

ARTICLE VII
Amendments

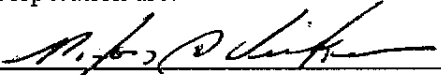
- Section 1.** The Articles of Incorporation may be amended by vote of one-third (1/3) of the Board of Directors present at any regularly constituted meeting of the Agency, provided such amendment shall have been submitted by the Board of Directors.

ARTICLE VIII
Initial Registered Agent and Street Address

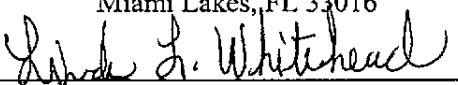
The name and Florida street address of the initial registered agent are: Tamekia Daniels-75 NE 214 Street, Miami, FL 33179.

ARTICLE IX
Incorporators

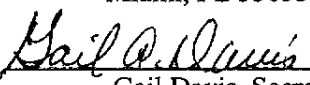
The undersigned subscribing incorporators have hereunto set their hands and seals this 12 day of July, 2004, for the purpose of forming this not for profit corporation, under the laws of the State of Florida. The **names and addresses** of the Incorporators to these Articles of Incorporation are:


Milton Vickers, Chairman
7946 N.W 162 Street
Miami Lakes, FL 33016

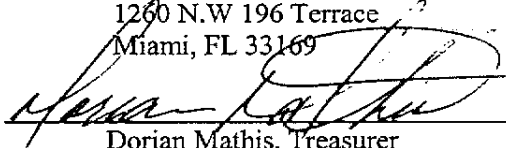
7/12/04
Date


Linda L. Whitehead, Vice Chairman
4121 N.W 187 Street
Miami, FL 33055

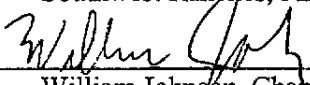
7/12/04
Date


Gail Davis, Secretary
1260 N.W 196 Terrace
Miami, FL 33169

7/12/04
Date

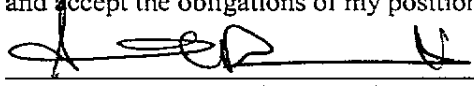

Dorian Mathis, Treasurer
6410 S.W 183 Way
Southwest Ranches, FL 33331

7/12/04
Date


William Johnson, Chaplain
6200 S.W 62 Place
South Miami, FL 33143

7/12/04
Date

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


Tamekia Daniels
Register Agent

7/12/04
Date



Marie Sonia Jean-Baptiste
Commission # DD257649
Expires Oct. 9, 2007
Aaron Notary
1-800-350-5161

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