

NO400000 7630

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

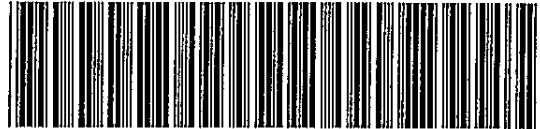
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

8/4/04



500039179325

07/22/04--01017--003 \*\*70.00

FILED

2004 JUL 22 A 10:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PHILIP S. HANEY LL.M. (taxation)  
admitted Oklahoma and Tennessee

LAW OFFICES  
**PHILIP S. HANEY ASSOCIATES**  
Boulder Towers  
1437 South Boulder, Suite 1050  
Tulsa, Oklahoma 74119-3616

TELEPHONE: 918.744.1023  
FACSIMILE: 918.583.7170

pshaney@swbell.net  
www.lawyers.com/churchlaw

July 20, 2004

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**via UPS 2nd Day Air**

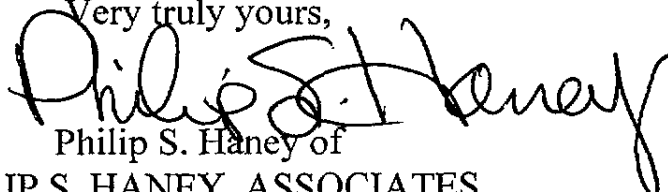
***Re: Sonshine Community Development Corporation***

Ladies and Gentlemen:

Enclosed is an originally executed copy of the Articles of Incorporation of ***Sonshine Community Development Corporation***. Please file the original articles and return a file-stamped copy along with your office's certification letter to the undersigned in the self-addressed, postage prepaid envelope provided for this purpose. A check made payable to the "Florida Department of State" in the amount of \$70 is enclosed to cover the cost of filing.

Please call the undersigned if you have any questions in connection with this filing. Thank you for your cooperation and courtesies.

Very truly yours,

  
Philip S. Haney of  
**PHILIP S. HANEY ASSOCIATES**

PSH:kao  
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

July 22, 2004

PHILIP S. HANEY, ESQUIRE  
1437 S BOULDER STE 1050  
TULSA, OK 74119-3616

SUBJECT: SONSHINE COMMUNITY DEVELOPMENT CORPORATION  
Ref. Number: W04000028252

We have received your document for SONSHINE COMMUNITY DEVELOPMENT CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 704A00046537

PHILIP S. HANEY LL.M. (taxation)  
admitted Oklahoma and Tennessee

LAW OFFICES  
**PHILIP S. HANEY ASSOCIATES**  
Boulder Towers  
1437 South Boulder, Suite 1050  
Tulsa, Oklahoma 74119-3616

TELEPHONE: 918.744.1023  
FACSIMILE: 918.583.7170  
pshaney@swbell.net  
www.lawyers.com/churchlaw

July 30, 2004

Dale White, Document Specialist  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

*via UPS 2<sup>nd</sup> Day Air*

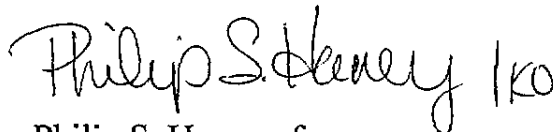
***Re: Sonshine Community Development Corporation  
Reference Number W04000028252***

Dear Ms. White:

Enclosed are the original documents returned to our office, citing as the reason that we didn't include language indicating the manner in which directors are elected or appointed.

Please direct your attention to Article VIII. The language we believe you are looking for was contained in that article. Please let us know if you need any additional information. Thank you for your assistance with this matter.

Very truly yours,

A handwritten signature in black ink that reads "Philip S. Haney" followed by the initials "kso".

Philip S. Haney of  
**PHILIP S. HANEY ASSOCIATES**

PSH:kao  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
SONSHINE COMMUNITY DEVELOPMENT CORPORATION**

(A Florida Corporation Not for Profit)

The undersigned, acting as incorporator of a corporation, adopts the following articles of incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME**

The name of the corporation is:

SONSHINE COMMUNITY DEVELOPMENT CORPORATION

2004 JUL 22 A 10:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

**ARTICLE II  
DURATION**

The period of duration of the corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these articles of incorporation.

**ARTICLE III  
CORPORATE PURPOSES; POWERS; RESTRICTIONS**

1. The purposes for which the corporation is organized are exclusively religious, charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law, and such purposes shall include the following:

- (A) Feeding the poor and housing the homeless through food banks, food delivery programs, soup kitchens and the provision of various types of shelters for the homeless.
- (B) Establishing methods and facilities to provide job training skills to enable unemployed or underemployed persons in the Ft. Myers, Florida area to establish and maintain productive employment.
- (C) Training, teaching and establishing computer literacy and skills for persons through which level of training such persons can gain and maintain productive employment.
- (D) Providing role models and mentoring, especially for women, in order to assist persons with their child care needs, and in connection with raising children in circumstances that require such assistance.
- (E) Educating individuals spiritually and academically, discovering and/or restoring individual creative dignity for healing and personal growth.
- (F) Enhancing the quality of life in partnership with individuals through initiatives and self-sustaining community initiatives that proactively respond to community needs and effectively utilized human resources.
- (I) Entering into alliances and relationships with government, whether city, state, local or national, and to participate in available programs of every kind and nature whatsoever, in order to provide community development opportunities within and near Ft. Myers, Florida.
- (J) Developing strategic partnerships with public and community organizations including, especially, churches, nonprofit corporations, tax exempt organizations and other entities, corporations and partnerships to accomplish community goals more effectively.

- (K) Providing community programs with primary emphasis on skills development and job search assistance, wellness and health, educational opportunities, support services, services to senior citizens and mothers in need.
- (L) Providing information and education to unemployed and underemployed persons with respect to employment opportunities and educational opportunities required for gainful and productive employment.
- (M) Establishing, maintaining, operating or generally supporting child care, emergency and maternity housing, affordable housing, temporary shelter and food pantries.
- (N) Acquiring and holding such property, either real or personal, for the purposes of the corporation's needs, as may be necessary for its uses and purposes.
- (O) Doing any lawful act or activity for which corporation's may be organized under the general corporation law of Florida, subject to any applicable restriction required by the corporation's compliance with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- (P) Making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.
- (Q) Exercising such other and incidental powers as may reasonably be necessary to carry out the purposes for which the corporation is established, provided that such incidental powers shall be exercised in a manner consistent with its tax exempt status as a religious organization as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

2. As a means of accomplishing the above purposes and methods, the corporation shall have the following powers:

- (A) Receiving and accepting gifts of money and property and to hold the same for any of the purposes of the corporation and its work.
- (B) Raising and assisting in raising funds for the purposes herein set forth.
- (C) Acquiring, owning, leasing, mortgaging and disposing of property, both real and personal.
- (D) Accepting property and donations in trust for educational and charitable purposes.
- (E) Acquiring, holding, owning, selling, assigning, transferring, mortgaging, pledging, or otherwise disposing of shares of the capital stock, bonds, obligations or other securities of other corporations, domestic, or foreign, as investments or otherwise, in carrying out any of the purposes of the corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

3. In the conduct of the affairs of the corporation:

- (A) The property of the corporation is irrevocably dedicated to religious, charitable and educational purposes, and 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 to it and to make payments and distributions in furtherance of the purposes set forth in these articles.



- (B) No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office; nor shall the corporation engage in any activities that are unlawful under applicable federal, state or local laws.
- (C) The corporation shall not:
  - (i) operate for the purpose of carrying on a trade or business for profit;
  - (ii) accumulate income, invest income, or divert income, in a manner endangering its exempt status; or
  - (iii) except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the tax exempt purposes of the corporation.
- (D) The corporation's operations are to be conducted principally in the United States of America, although the corporation also may conduct operations in foreign countries, subject, however, to the laws of the state of Florida.

#### **ARTICLE IV**

#### **REGISTERED OFFICE AND AGENT**

The initial street address and mailing address of the principal office of the corporation is: 6111 South Pointe Boulevard, Ft. Myers, Florida 33919. The name of the registered agent at the corporation's street address and mailing address is Diane Demola.

**ARTICLE V**  
**MANAGEMENT OF CORPORATE AFFAIRS**

The powers and business affairs of the corporation shall be exercised and managed by or under the authority or direction of the corporation's Board of Directors which shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by a majority of the directors, but at no time shall there be fewer than three (3) directors of the corporation.

**ARTICLE VI**  
**INITIAL DIRECTORS**

The names and addresses of the initial directors of the corporation are:

| <b><u>NAME</u></b>    | <b><u>ADDRESS</u></b>                              |
|-----------------------|--|
| Diane Demola          | 6111 South Pointe Boulevard<br>Ft. Myers, FL 33919 |
| Rev. Clarence Bulluck | 2707 Main Street<br>Sayreville, NJ 08872           |
| Celeste Valentin      | 2707 Main Street<br>Sayreville, NJ 08872           |
| Pam Antonucci         | 6111 South Pointe Boulevard<br>Ft. Myers, FL 33919 |
| Rev. John Antonucci   | 6111 South Pointe Boulevard<br>Ft. Myers, FL 33919 |

**ARTICLE VII**  
**CORPORATE NATURE**

The corporation is organized under a non-stock basis.

**ARTICLE VIII**  
**MEMBERS**

The corporation shall not have members, and shall be governed exclusively by its Board of Directors. The manner in which the directors of the corporation shall be elected or appointed shall be governed by the provisions of the bylaws of the corporation.

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation may indemnify a person who was, is or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to the corporation as provided by the provisions of the Florida Not For Profit Corporation Act governing indemnification. As provided in the bylaws, the Board of Directors shall have the power to define the requirements and limitations for the corporation to indemnify directors, officers or other persons related to the corporation.

**ARTICLE X**  
**LIMITATION ON LIABILITY OF DIRECTORS**

A director is not liable to the corporation for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by a statute of the state of Florida.

**ARTICLE XI**  
**AMENDMENTS**

Amendments to these articles of incorporation may be adopted by a majority of the directors in the manner set forth in the bylaws of the corporation.

**ARTICLE XII**  
**INCORPORATOR**

The name and address of the incorporator is:

Philip S. Haney  
Philip S. Haney Associates  
1437 South Boulder Avenue, Suite 1050  
Tulsa, Oklahoma 74119-3616

**ARTICLE XIII**  
**ACTION BY WRITTEN CONSENT**

Action may be taken by use of signed written consents by the number of directors or committee members whose vote would be necessary to take action at a meeting at which all such persons entitled to vote were present and voted. Each written consent must bear the date of signature of each person signing it. A consent signed by less than all of the directors or committee members is not effective to take the intended action unless consents, signed by the required number of persons, are delivered to the corporation within sixty (60) days after the date of the earliest dated consent delivered to the corporation. Delivery must be made by hand, or by certified or registered mail, return receipt requested. The delivery may be made to the corporation's registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent or an officer or agent having custody of books in which the relevant proceedings are recorded. If the delivery is made to the corporation's principal place of business, the consent must be addressed to the president or principal executive officer of the corporation.

The corporation will give prompt notice of the action taken to persons who do not sign consents. If the action taken requires documents to be filed with the Department of State, the filed documents will indicate that the written consent procedures have been properly followed.

The telegram, telex, cablegram or similar transmission by a director or committee member, or photographic, facsimile or similar reproduction of the signed writing is to be regarded as being signed by the director or committee member.

#### **ARTICLE XIV**

#### **POLICY OF NONDISCRIMINATION**

No person on the grounds of race, color, sex or national and ethnic origin shall be excluded from any activity established by the corporation or by the corporation in connection with its various programs, nor shall any person on such grounds be excluded from participation in, or be denied the benefits of, or otherwise subjected to discrimination under, any program or activity of the corporation.

#### **ARTICLE XV**

#### **MISCELLANEOUS**

1. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on:

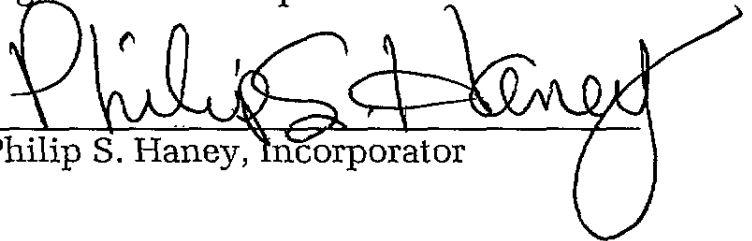
(a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) or,

(b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

2. In the event of the dissolution of the corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the corporation shall go and be distributed to a nonprofit corporation qualifying as an organization exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, and as an organization qualifying as a public charity under the provisions of Section 509(a)(1) or 509(a)(2) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the directors of the corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed or contributed by such directors, for any other such purpose. Any of such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the corporation 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.

The undersigned incorporator has executed these articles of incorporation this 29<sup>th</sup> day of June, 2004.

Signature of Incorporator:

  
Philip S. Haney, Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0202, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

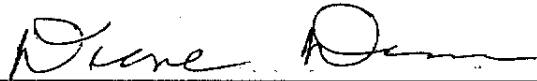
SONSHINE COMMUNITY DEVELOPMENT CORPORATION

2. The name and address of the registered agent and office is:

Diane Demola  
6111 South Pointe Boulevard  
Ft. Myers, FL 33919

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of 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, and I accept the duties and obligations set forth in Section 617.0202, Florida Statutes.

  
\_\_\_\_\_  
Diane Demola

Dated: June 24, 2004

**FILED**  
2004 JUL 22 A 10:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA