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2015-24704

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05 MAY 16 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/17/14

TRANSMITTAL LETTER

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

SUBJECT: Jeremiah Cultural Development Corporation 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: Forest Thomas
Name (Printed or typed)
28 Dudley Street
Address
Atlantic Beach, FL 32233
City, State & Zip
{904} 246-1426
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 29, 2005

FOREST THOMAS
28 DUDLEY STREET
ATLANTIC BEACH, FL 32233

SUBJECT: JEREMIAH CULTURAL DEVELOPMENT CORPORATION, INC.
Ref. Number: W05000021660

RECEIVED
05 MAY 16 AM 9:20
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

We have received your document for JEREMIAH CULTURAL DEVELOPMENT CORPORATION, INC.. However, the document has not been filed and is being returned for the following:

The person designated as registered agent in the document and the person signing as registered agent must be the same.

You must list at least one incorporator with a complete business street address.

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) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 605A00030038

**ARTICLES OF INCORPORATION
OF
JEREMIAH CULTURAL DEVELOPMENT CORPORATION, INC.**

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of Corporation, not for profit, adopt the following Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statutes of the State of Florida.

**ARTICLE I
NAME**

- 1.01 The name of the corporation shall be Jeremiah Cultural Development Corporation, Inc.

**ARTICLE II
DURATION**

- 2.01 The Term of the Corporation shall be perpetual.

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

- 3.01 The address of the corporation's initial principal office is 31 Lewis Street, Atlantic Beach Florida 32233. The Board Of Directors may from time to time move the principal office to any other address in Florida.
- 3.02 The registered agent of the corporation is Jacquelyn Parker, whose address is 240 Seminole Road Atlantic Beach, Florida 32233.

**ARTICLE IV
CORPORATE SEAL**

- 4.01 The Corporate Seal of the Corporation shall have inscribed thereon the name of the Corporation, the year of its Incorporation and the words "CORPORATE SEAL" and "Florida."

**ARTICLE V
PURPOSE**

- 5.01 The purpose of which the Corporation is organized is exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations that are described in Section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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CLERK OF DISTRICT COURT
JACKSONVILLE FLORIDA

- (a) To support the outreach ministries of New Friendship Baptist Church, Inc. of Atlantic Beach, FL;
- (b) To collaborate with community members and organizations, faith-based coalitions, and government entities in studying and solving problems facing our community; and
- (c) To provide and support tutoring and mentoring services to youth within the community;

In furtherance, but not in limitation of the forgoing purposes, the corporation shall have the power and authority:

- (a) To receive assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes, provided however, that gifts shall be subject to acceptance by the board of Directors as required by the By-Laws.
- (b) To distribute, in the manner, form and method, and by means determined by the Board of Directors of this Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in furtherance of those objects and purposes are and shall continue to be impressed with a trust for such purposes.
- (c) Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purpose for which this Corporation is formed.

ARTICLE VI

MEMBERS

- 6.01 The Corporation shall not have members.

ARTICLE VII

LIMITATION

- 7.01 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 purpose set forth in the purpose clause hereof.
- 7.02 No substantial part of the activities of the organization shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- 7.03 Notwithstanding any other provision of this document, the organization shall not carry on any other purpose not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

ARTICLE VIII

DISSOLUTION

- 8.01 The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the By-Laws and shall include that:

Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows:

- (a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made;
- (b) 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 shall be disposed of by the Court of 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 IX

INDEMNIFICATION

- 9.01 [Every Director and Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonable incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a Director may be a party or may become involved by reason of being or having been a Director or officer at such expense incurred, except when the Director or Officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled by law. Appropriate liability insurance shall be provided for every officer, Director and agent of the corporation in amounts determined from time to time by the Board.

ARTICLE X

BOARD OF DIRECTORS

- 10.01 [Management. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is five (5). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than five (5). The directors shall elect the officers of the Corporation in the manner prescribed by the By-Laws. Directors are elected in accordance with the By-laws.

10.02 The name and address of each Director of the Corporation is as follows:

| | |
|--------------------------|-------------------------------|
| Forest Thomas | Phillip A. Johnson |
| 483 Witting Lane | 7800 Point Meadows Dr. #325 |
| Atlantic Beach, FL 32233 | Jacksonville, FL 32256 |
| Theresa "Darlene" Blake | Vivian Johnson |
| 13251 Arbor Vitae Dr. | 2118 Intracoastal Sound Dr. E |
| Jacksonville, FL 32225 | Jacksonville, FL 32224 |

ARTICLE XI

OFFICERS

11.01 The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer, Executive Director, and such other officers as may be provided in the By-Laws. The name and address of each initial Officer of the corporation is as follows:

| | |
|-----------------------------|------------------------------------|
| Forest Thomas, President | Phillip A. Johnson, Vice President |
| 483 Witting Lane | 7800 Point Meadows Dr. #325 |
| Atlantic Beach, FL 32233 | Jacksonville, FL 32256 |
| Theresa D. Blake, Secretary | Vivian Johnson, Treasurer |
| 13251 Arbor Vitae Dr. | 2118 Intracoastal Sound Dr. E |
| Jacksonville, FL 32225 | Jacksonville, FL 32224 |

**ARTICLE XII
AMENDMENT**

12.01 ~~The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any Amendment to them. The Articles of Incorporation shall be amended in accordance with the By-Laws and provisions of the laws of the State of Florida.~~

**ARTICLE XIII
FISCAL YEAR**

13.01 The fiscal year of the Corporation shall begin January 1 and end December 31 of each calendar year.

**ARTICLE XIV
TERRITORY**

14.01 The territory in which the operation of the Corporation is principally to be conducted is Duval County, Florida.

**ARTICLE XV
RULES OF ORDER**

15.01 The rules contained in the current edition of Robert Rules of Order shall govern all meetings of the Corporation.

ARTICLES OF INCORPORATION

OF

JEREMIAH CULTURAL DEVELOPMENT CORPORATION, INC.

ARTICLES OF INCORPORATION

Adopted by the Board of Directors by Resolution and vote of 8 (for)
to 0 (against) on FEBRUARY 17, 2004

[Signature]

President

[Signature]

Secretary

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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]
Signature/Registered Agent

4/19/05
Date

[Signature]
Signature/Incorporator

4/19/05
Date

JEREMIAH CULTURAL DEVELOPMENT CORPORATION, INC.

BOARD OF DIRECTORS

Forest Thomas, President

483 Witting Lane

Atlantic Beach, FL 32233

904.246.7933

Phillip A. Johnson, Vice-President

7800 Point Meadows Dr. # 325

Jacksonville, FL 32256

904.619.5196

Theresa Darlene Blake, Secretary

13251 Arbor Vitae Dr.

Jacksonville, FL 32225

904.220.9842

Vivian Johnson, Treasurer

2118 Intracoastal Sound Dr. E

Jacksonville, FL 32224

904.220.6330