

N05000006373

(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



300056338933

06/21/05--11068--000

06/21/05 PM 2:55
JUN 21 2005

06/21/05 PM 1:40

J. Shivers JUN 21 2005

Transmittal Letter

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32214

SUBJECT: PRISTINE CHARITIES, Inc.
(Proposed Corporate Name - Must Include Suffix)

Enclosed please find an original and (1) one copy of the articles of incorporation and a check for:

☐ \$87.50
Filing Fee,
Certificate Copy
& Certificate

FROM:

Lynn Nicely, Jr.
Name (printed or typed)

11955 Misty Maple Court
Address

Jacksonville, Florida 32223
City, State & Zip

(904) 338-7777
Daytime Telephone Number

05 JUN 21 PM 2:55

FILED
CLERK OF DISTRICT COURT
DIVISION OF CORPORATIONS

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

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLES I NAME

The name of the corporation shall be:

PRISTINE CHARITIES, INC.

ARTICLES II PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be:

11955 Misty Maple Court
Jacksonville, Florida 32223

Article III Purpose

The purpose for which the corporation is organized is:

To operate exclusively for providing children services to low income children - children ages (6) six years - (18) eighteen years of age. The activities provided will enhance positive attitudes contribute to the development of appropriate character and assure for a brighter tomorrow. Our children are our future.

A. The purpose for which this organization is organized are exclusively religious, charitable, scientific, literacy and educational within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

B. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 of the corresponding provision of any future United States Internal Revenue law.

C. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

05 JUN 21 PM 2:55
CLERK
OFFICE OF
SECRETARY OF
STATE
FLORIDA

ARTICLES IV MANNER OF ELECTION

The manner in which the directors are elected or appointed

1. Board vacancies will be advertised and posted on the Church Bulletins – Offices of Religious Organizations and Religious Educational Facilities, in the office of Children and Family Services and like agencies.
2. Résumé's of interested candidates will be required.
3. Selections will be made from résumé's.
4. The existing Board Members will vote from the selective names.
5. The Selected candidates will be notified by a written letter from the President of the Board.

ARTICLES V INITIAL DIRECTORS / OFFICERS

The names and address – Title of the Directors / Officers:

President

Lynn Nicely, Jr.
11955 Misty Maple Court
Jacksonville, Fl. 32223

Vice-President

Roger Johnson
250 DeBra Court
Satellite Beach, Fl. 32937

Secretary/Treasurer

Emily Rope
3713 Ponce De Leon Ave.
Jacksonville, Florida 32217

ARTICLES VI INITIAL REGISTERED AGENT & STREET ADDRESS

The name and Florida street address of the registered agent is:

Lynn Nicely, Jr.
11955 Misty Maple Court
Jacksonville, Fl. 32223

ARTICLES VII INCORPORATOR

The **name and address** of the Incorporator is:

*Lynn Nicely, Jr
11955 Misty Maple Court
Jacksonville, Florida 32228*

ARTICLE VIII

The said organization is organized exclusively for charitable, religious, educational, and scientific purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 © 3 of the internal revenue code, or corresponding section of any future federal tax code.

ARTICLE IX

The corporate power of the organization are as provided in section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions:

- a. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof.
- b. No substantial part of the activities of the organization shall be the carrying on 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.
- c. Notwithstanding any other provision of this document, the organization shall not carry on any other activities 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.

ARTICLE X – DISSOLUTION

Upon the dissolution of the organization, 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.

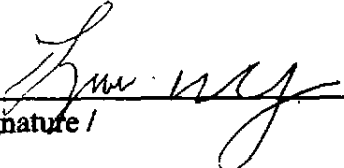
ARTICLE XI – INDEMNIFICATION

The organization shall indemnify any person who is or was a party to any proceeding by reason of the fact such person is or was a director or officer of the organization or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the organization or its subsidiaries. To the fullest extent not prohibited by law, the organization shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the organization of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

ARTICLE XII – BYLAWS

The initial by-laws of this corporation shall be adopted by the directors. By-laws shall be adopted, altered, amended or repealed from time to time by either the members or the board of directors, but the board of directors shall not alter, amend or repeal any by-laws adopted by the members if the members specifically provide that such by-law is not subject to amendment or repeal by the directors.

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 /

6/17/05
Date

FILED
JUN 21 PM 2:55
CLERK OF COURT
JUN 21 2005

Signature /

Date