

**N05000007176**

(Requestor's Name)

SELENA ALEXANDER  
6501 NW 67<sup>TH</sup> TERRACE  
OCALA, FLA 34482

(City/State/Zip/Phone #)

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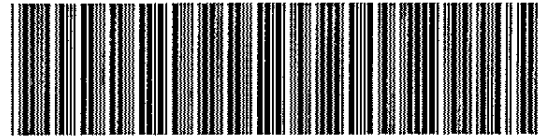
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# **ARTICLES OF INCORPORATION**

**VENUS J. HERNANDEZ OUTREACH FOUNDATION, INC.**

## **A CORPORATION NOT FOR PROFIT**

Know all men by these presents that we, the undersigned desiring to form a corporation pursuant to the not-for-profit corporation law of the State of Florida, do hereby, make, subscribe and acknowledge this document, constituting the Articles of Incorporation, as follows:

### **ARTICLE I NAME**

The name of the corporation shall be:

**VENUS J. HERNANDEZ OUTREACH FOUNDATION, INC.**

### **ARTICLE II LOCATION**

The initial physical address shall be:  
6501 NW 67<sup>th</sup> Terrace  
Ocala, FL 34482

The initial mailing address shall be:  
P. O. Box 773245  
Ocala, FL 34477-3245

### **ARTICLE III NON-PROFIT PURPOSE**

The corporation is formed exclusively for purposes for which a corporation may be formed under the not-for-profit corporation law of the State of Florida, and not for any pecuniary profit or financial gain. No part of the assets, income or profit of the corporation shall be distributable to, or inure to the benefits of its members, trustees, or officers. The corporation shall not engage in any activity prohibited to a non-profit corporation under the laws of Florida, or under the Internal Revenue Code of the United States. Notwithstanding any other provision 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, or the corresponding provision of any future United States Internal Revenue Code.

#### **ARTICLE IV GENERAL AND SPECIFIC PURPOSE**

The general and specific purposes and objects of the corporation shall be:

- a. Subject to Article II hereof, the specific and primary purpose for which this corporation is formed is to provide financial assistance in the form of scholarships to Black and Hispanic young men and women between the ages of 18 and 30 either college bound, currently enrolled in college, or a vocational/technical institution.
- b. The organization shall provide eligible students with financial aid in the form of a scholarship to help them fulfill their educational goals.
- c. The organization shall also provide financial assistance to eligible families for the purpose of housing, medical, childcare and transportation needs.
- d. The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of or against any candidate for public office.

#### **ARTICLE V MEMBERSHIP**

The membership of this corporation shall be composed of:

- a. Contributors to the corporation shall become individual members for the year for which their contribution was given.
- b. Any and all persons who are interested in and willing to support the mission of the corporation who reside in Marion, Alachua and Levy counties within the state of Florida.
- c. The rules and regulations that may be adopted by the Board of Directors regarding eligibility for membership shall not discriminate on the basis of race, color, creed, national origin, religion, sex or age.
- d. The members of this corporation shall have no right, title, or interest whatsoever in its income, property or assets, nor shall any portion of said income, property, or assets be distributed to any member upon dissolution, or winding up of the affairs of the corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessment against the corporation.

## **ARTICLE VI TERM OF EXISTENCE**

This corporation shall begin on the date these Articles of Incorporation are approved by the State of Florida Division of Corporations, and shall have perpetual existence unless dissolved in accordance with the statutes and laws of the State of Florida.

## **ARTICLE VII SUBSCRIBERS**

The names and residences of the subscribers of this corporation are those appearing herein and identified in Article XI below.

## **ARTICLE VIII MANAGEMENT OR BOARD OF DIRECTORS**

Section 1: The management and administration of the affairs of this corporation shall be vested in the Board of Directors.

- A. The Board of Directors shall have the power and authority to collect contributions for the day-to-day operations of the corporation.
- ✓ B. The Board of Directors and officers shall be elected at the annual meeting. The Board of Directors Board shall transact the business of the corporation, shall have the authority to buy and sell real property and to contract in behalf of the corporation.
- C. There shall be elected the general membership at its annual meeting a treasurer who shall be responsible for accounting for the funds of the Corporation, and a secretary who shall be responsible for keeping the minutes and records of all meetings as may be called by the Board of Directors.
- D. Committees for the operation and benefit of the general membership shall be elected at an annual meeting by the general membership and shall function with the authority given such committees by the general membership.
- E. Notice of general membership meetings shall be made by U. S. regular mail at least seven days prior to the meeting date.
- F. The Annual meeting shall be on the Monday immediately following the 3rd Sunday in April of each year.

**ARTICLE IX  
AMENDMENTS AND BY-LAWS**

- A. The by-laws shall be altered or amended by the Board of Directors provided a copy of such proposed amendment shall have been mailed to every member of the board at least ten (10) days prior to the meeting at which it is to be voted on. Changes or modifications in such proposed amendment germane to such proposal may be adopted at such regular meeting without further notice. Such by-laws shall provide, among other things, for a regular meeting of the general membership; for the time, manner of calling and conduct of regular and special meetings of the general membership; and for the time, manner of calling and conduct of the annual meeting and special meetings of the membership. The by-laws shall further provide for the duties of the officers and employees of the corporation.
- B. The Board of Directors shall have the right to amend, alter, change, add to or repeal any provision contained in these Articles of Incorporation. It shall be a limitation upon this right that it may be exercised only in furtherance of the objects and purposes for which the corporation was formed and that no amendment, alteration, change, addition, or repeal shall be authorized which is prohibited by the laws of the State of Florida relating to non-profit corporations.

**ARTICLE X  
AMENDMENTS AND BY-LAWS**

- C. The by-laws shall be altered or amended by the Board of Directors provided a copy of such proposed amendment shall have been mailed to every member of the board at least ten (10) days prior to the meeting at which it is to be voted on. Changes or modifications in such proposed amendment germane to such proposal may be adopted at such regular meeting without further notice. Such by-laws shall provide, among other things, for a regular meeting of the general membership; for the time, manner of calling and conduct of regular and special meetings of the general membership; and for the time, manner of calling and conduct of the annual meeting and special meetings of the membership. The by-laws shall further provide for the duties of the officers and employees of the corporation.
- D. The Board of Directors shall have the right to amend, alter, change, add to or repeal any provision contained in these Articles of Incorporation. It shall be a limitation upon this right that it may be exercised only in furtherance of the objects and purposes for which the

corporation was formed and that no amendment, alteration, changes, addition, or repeal shall be non-profit corporations.

#### **ARTICLE XI SUBSCRIBERS AND FIRST OFFICERS**

The names of the Subscribers, officers and members of the Corporation who are to manage all the affairs of the corporation until the next election or appointment under these Articles of Incorporation shall be:

**Marilyn J. McNeely  
President/Director  
15300 NW 32<sup>nd</sup> Court  
Reddick, FL 32686**

**Marvis McDavid  
Vice President/Director  
P. O. Box 736  
Orange Lake, FL 32681**

**Glendora Baker  
Secretary/Director  
1913 NE 51<sup>st</sup> Place  
Ocala, FL 34479**

**Selena Alexander  
Treasurer/Director  
6501 NW 67<sup>th</sup> Terrace  
Ocala, FL 34482**

#### **ARTICLE XII CORPORATE POWER**

The government of this corporation is vested in the Board of Directors.

#### **ARTICLE XIII DISTRIBUTION UPON DISSOLUTION**

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 of the Internal Revenue Code of 1986, or corresponding provision of any future provision, or shall be distributed to the federal, state, or local government for a public purpose. Any assets not so disposed of shall be disposed of by the court of common pleas in the county in which the corporation maintains its principal place of business, exclusively for such purposes.

#### **ARTICLE XIV REGISTERED AGENT**

The name and address of the initial Agent Registered Agent for the corporation shall be

Selena Alexander  
6501 NW 67<sup>th</sup> Terrace  
Ocala, FL 34482

IN WITNESS WHEREOF, we, the foregoing and above named persons have hereunto set our hands and seals, as subscribers to the Articles of Incorporation, this 8<sup>th</sup> day of July 2005, 2005.

NAME

Marilyn J. McNeely  
Marilyn J. McNeely

Marvis McDavid  
Marvis McDavid

Glendora Baker  
Glendora Baker

Selena Alexander  
Selena Alexander

STATE OF FLORIDA  
COUNTY OF MARION

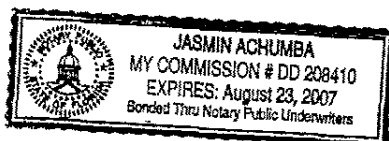
July I hereby certify that on this 8<sup>th</sup> day of July, 2005, personally appeared before me, the undersigned authority, Marilyn J. McNeely, Marvis McDavid, Glendora Baker and Selena Alexander described in the foregoing Articles of Incorporation who severally acknowledged to me that they executed said Articles of Incorporation as their free and voluntary act and deed for the uses and purposes herein above set forth and expressed, did not take an oath and provided the following identification:

Marilyn McNeely	Florida Driver's License: _____
Marvis McDavid	Florida Driver's License: _____
Glendora Baker	<u>Is personally known to me.</u>
Selena Alexander	<u>Is personally known to me.</u>

In WITNESS WHEREOF, I have hereunto set my hand and seal at Ocala, Marion County, Florida, the day and year first above written.

[Signature]  
NOTARY PUBLIC

My Commission expires



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHO PROCESS MAY BE SERVED.**

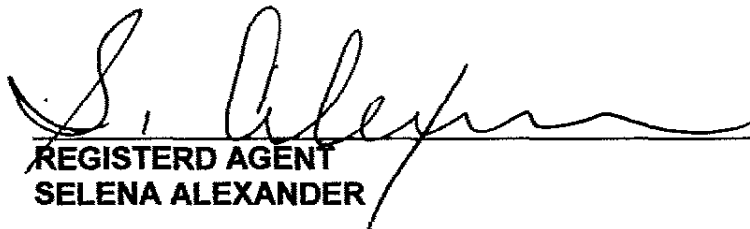
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First—that **VENUS J. HERNANDEZ OUTREACH FOUNDATION, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Ocala, County of Marion, State of Florida, has named Selena Alexander, located at 6501 NW 67<sup>th</sup> Terrace; Ocala, FL 34482, as its agent to accept service process within this state.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:

  
**REGISTERD AGENT  
SELENA ALEXANDER**

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SECRETARY OF  
TALLAHASSEE, FLORIDA  
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