

FROM

N05000007470

(HU) 21' 05 15: 1/ST 15:10/10. 4863333460 P. 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000176122 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FOLEY & LARDNER OF TAMPA
Account Number : 071344001620
Phone : (813) 229-2300
Fax Number : (813) 221-4210

FLORIDA NON-PROFIT CORPORATION

National Conference for Community and Justice of Tam

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUL 21 AM 9:38

Electronic Filing Menu

Corporate Filing

Public Access Help

FROM

(THU) 7. 21' 05 15:11/ST. 15:10/NO. 4863333460 P 2

((H05000176122 3)))

**ARTICLES OF INCORPORATION
OF
NATIONAL CONFERENCE FOR COMMUNITY AND JUSTICE
OF TAMPA BAY, INC.**

(A FLORIDA CORPORATION NOT-FOR-PROFIT)

The undersigned incorporator hereby adopts these Articles of Incorporation in order to form a corporation (the "Corporation") not-for-profit under the Florida Not-for-Profit Corporation Act and other laws of the State of Florida (*Florida Statutes* Chapter 617).

ARTICLE I: NAME

The name of the Corporation is National Conference for Community and Justice of Tampa Bay, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal office (and mailing address) is located at 9535 International Court N., St. Petersburg, Florida 33716.

ARTICLE III: PURPOSES

The purposes for which the Corporation is formed are exclusively religious, charitable, scientific, literary or 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 (the "Revenue Laws") and the purposes of the Corporation are limited exclusively to public purposes, such as promoting dialogue and respect among all cultures, religions and ethnicities in Tampa Bay and striving for a world free from discrimination through education, advocacy, and conflict mediation. In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other Section 501(c)(3) organizations organized and operated exclusively for charitable purposes; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

ARTICLE IV: POWERS

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
05 JUL 21 AM 9:38

((H05000176122 3)))

((H05000176122 3)))

powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

ARTICLE V: MANNER OF ELECTION

A Board of Directors, members of which shall be elected annually in accordance with the Bylaws, shall manage the affairs of the Corporation. The number of Directors shall be fixed as set forth in the Bylaws of the Corporation but shall never be less than four (4). Members of the Board of Directors shall, to the extent practicable, reflect the diversity of the Tampa Bay region including racial, gender, ethnic, cultural, religious, age, expertise, economic and geographic diversity.

ARTICLE VI: INITIAL DIRECTORS

The names and addresses of the initial Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be as follows:

Jim Albright	800 Brightwaters Blvd. NE St. Petersburg, FL 33704
Richard Lehfelddt	26 Adalia Ave. Tampa, FL 33606
Joel Shane	13770 58 th St., Suite 308 Clearwater, FL 33760
Lance Lansrud	3125 Villa Rosa St. Tampa, FL 33611

ARTICLE VII: INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this Corporation is The Greenleaf Building, 200 Laura Street, Third Floor, Jacksonville, Florida 32202 and the name of the initial registered agent at such address is F&L Corp.

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of this Corporation is Birgit Van Hout, 11850 Dr. Martin Luther King St. N. #18107, St. Petersburg, FL 33716

ARTICLE IX: LIMITATIONS ON ACTIONS

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall

((H05000176122 3)))

(((H05000176122 3)))

be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article III hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any members, Directors or officers, and the private property of the subscribers, members, Directors and officers shall not be liable for the debts of the Corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) it shall not:

(i) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(ii) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(iii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(iv) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws); or

(v) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws).

ARTICLE X: DISSOLUTION CLAUSE

Upon the dissolution of Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, including costs and expenses of such dissolution, dispose of all of the remaining assets of the Corporation by either (a) using them exclusively for the exempt purposes of the Corporation; or (b) distributing them to an organization or organizations that are

(((H050001776122 3)))

FROM

07/20/2005 17:48 7275688633

(THU) 7. 21' 05 15:12/ST. 15:10/NO. 4863333460 P 5

NCCJ TAMPA BAY

PAGE 10

((H05000176122 3)))

organized and operated exclusively for religious, charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws), as the Board of Directors shall determine. None of the assets shall be distributed to any member, officer or Director of this Corporation. Any assets not so disposed of shall be disposed of by a court of common please of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to an organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles this 21st day of July, 2005.



Birgit Van Hout
Incorporator

((H05000176122 3)))

FROM

(THU) 7. 21' 05 15:13/ST. 15:10/NO. 4863333460 P 6

((H05000176122 3)))

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Corporation, at the place designated above, the undersigned hereby acknowledges that it is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

Date: July 21, 2005

F&L Corp.

By:



David L. Robbins, Vice President

Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUL 21 AM 9:38

((H05000176122 3)))