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TALLAHASSEE, FLORIDA

C.S. 11-3

**Department of state  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl. 32314**

**Subject: Alfonza Tate Inc.**

**Enclosed is an original and one (1) copy of the Articles of Incorporation  
and a check for \$87.50 / filing fee. Certified Copy & Certificate.**

**From: Alfonza Tate. Inc.  
3141 N.W. 134 Street  
Opa Locka, Fl. 33054  
(305) 769-0744**

**ARTICLES OF INCORPORATION  
OF  
ALFONZA TATE INC.**

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**ARTICLE I-NAME:**

Alfonza Tate, Inc. This Corporation is organized pursuant of the Florida Non-profit Corporation Code.

**ARTICLE II OFFICE:**

The principle office for the corporation shall be 3141 N.W. 134 Street, Opa Locka 33054

**ARTICLE III-SERVICE AREAS:**

Services shall be provided to clients residing in the Opa Locka/ North Dade communities of zip codes 33054, 33055.

**ARTILCE IV – MISSION:**

This Corporation is not organized for the private gain of any person of any person. The corporation is organized under the Non-profit Public Benefit Corporation Law, for charitable and educational purposed to aid small businesses, elderly, poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of but shall not be limited to: Seminars, Outreach Advocacy programs for the Literacy, Counseling, Temporary Shelter, Teen Pregnancy, Job Training, Job Placement and Acquisition, Substance Abuse Awareness and Prevention, Tutoring, AIDS Awareness, Elderly Care. We will also provide other innovative support services and programs to those living in these communities that are considered most in need.

## **ARTICLE V -MEMBERS**

### **1. Eligibility**

- a. All members of Alfonza Tate Inc. Corporation shall be 18 years an older to represent a cross section of those services provided.
- b. Members may be appointed for life experiences or professionalism Regardless of residence.

### **2. Responsibilities:**

- a. Members of the corporation shall meet annually to elect directors to Serve on the Board of Directors and to consider amendments to the By-Laws.
- b. Members of the Board of Directors shall meet monthly of the Monday after the first Sunday.

### **3. Notice of meetings of Board of Directors;**

Written notices of each meeting shall be given out less that five (5) Days before meeting is to be held, specifying the place, day and hour Of the meeting. Notice may be given by mail, handbill, and church Bulletin, new publication or such additional means as the Board of Directors shall determine.

### **4. Annual Meetings.**

The annual meeting of the corporation shall be held in December of Each year. The purpose of the annual meeting is to elect directors And to consider amendments to the By Laws, if any have been Adopted by the Board of Directors.

### **5. Special Meetings:**

The Board of Directors may call special meeting of a member Or by written petition of at least 30% of the membership, at lease five Days in advance to the meeting date.

### **6. Voting.**

Each member shall have one vote; all matters shall be decided by a Majority of the members present.

## **ARTICLE VI –Board of Directors (Board)**

1. The Board of Directors shall consist of no less than four and no more than twelve.

2. The Board shall be responsible for the business of the corporation including legal, policy making, financial and program planning.
3. The Board shall be composed of eight elected and four appointed.
4. The terms of office shall be: elected for three years and appointed for one year, each position shall be elected for no more than three terms (nine (9) years).
5. Officers of the Board of Directors;
  - a. Chairman / Chairperson  
The chairman shall perform all duties as prescribed the By-Laws and shall preside at all Board meetings according to Roberts Rules of Order.
  - b. Vice Chairman shall act in place of the chairman in the absence Or refusal of the chairman to preside.
  - c. Secretary.
    - (a) The secretary shall keep the minutes of all meetings and will be the custodial of records. Other duties include filing of the annual corporation's paper and all duties incident to the office of the secretary.
    - (b) Sign with the chairman, executive director and other officers on capital certificates and corporation papers.
  - d. Treasure
    - (a) The treasurer shall provide a monthly financial Statement to the board.
    - (b) Submit a full financial report at the annual member meeting.
    - (c) Compile all financial records for annual audit.
    - (d) Reconcile all monthly financial statements
    - (e) Write all checks and pay bills approved by the Board

#### **Article VII Removal from office**

1. Members may voluntarily resign at anytime
2. Members are removed if term has expired.
3. Members are removed if not re-elected
4. Members may be terminated by 2/3's vote of Board of Directors for cause, unprofessional conduct or more than three months unexcused absence.

#### **Article IX-Compensation**

1. The Board of Directors and officers shall not receive Directly or indirectly any salary, compensation or gifts (Except nominal gifts) from the corporation. Approval trips for Board business may be allowed if funds are available.

2. Indemnification of directors and officers. Members of the

**Board of Directors shall not be held liable for actions of the Board unless negligence or misconduct occurs.**

**Article X Checks**

**Checks shall be signed by at least two parties of the approved Check signers chairman, vice chairman secretary and Treasurer. All checks must be prior approved as a budgeted Item or by resolution.**

**Article XL – By-Laws**

- 1. These By-Laws may be amended, altered or repealed by Resolution adopted at any regular or special meeting of the Board of Directors, provided notice of such meeting specifies the intent to amend or repeal these By-Laws, and by a 2/3's vote of the Board of Directors.**
- 2. The amendments alterations or repeals shall be presented at the Next annual meeting for approval or disapproval.**

## **ARTICLE FOUR**

### **DIRECTORS**

The Board of Directors shall manage the business affairs of this corporation. The number of Directors shall not be less than 4. The number of Directors may be increased or decreased from time to time as prescribed by the by-laws.

The names and addresses of the persons who are to serve as Directors until first election or the Corporation are as follows.

- |                         |                  |
|-------------------------|------------------|
| (1) Alfonza Tate        | President        |
| 3141 N.W. 134 Street    |                  |
| Opa Locka, FL 33054     |                  |
| <br>(2) Samuel Liner    | Vice President   |
| 1211 Sesame Street      | Registered Agent |
| Opa Locka, FL 33054     |                  |
| <br>(3) James Chatfield | Board Member     |
| 1800 N.W. 135 Street    |                  |
| Opa Locka, FL 33054     |                  |

**SEVEN:** The property of this corporation is irrevocable dedicated to Charitable and Educational purposes and no part of the net income or assets of the Organization shall ever inure to the benefit of any director, officer or Member thereof or the benefit of any private person.

**EIGHT:**

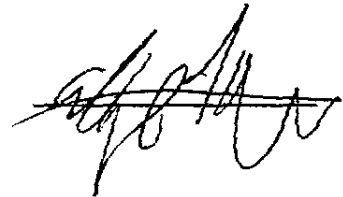
On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of all liabilities of this corporation, shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for, Charitable and Educational under Section 501(c)(3) of the Internal Revenue Code.

**NINE:** Executed on October 21, 2005 the name and address of the incorporator  
Of this corporation shall be:

Alfonza Tate  
3141 N.W. 134 Street  
Opa Locka, Florida 33054

Having been named as registered agent to accept service of process for the  
above 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.

\_\_\_\_\_  
Alfonza Tate /Incorporator  
3141 N.W. 134 Street  
Opa Locka, Florida 33054



\_\_\_\_\_  
Samuel Liner/ Registered Agent  
1211 Sesame Street  
Opa Locka, Florida 33954



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