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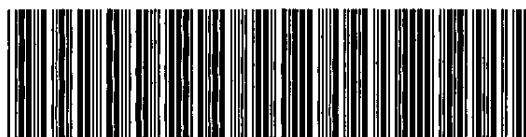
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers JUN 08 2006

COVER LETTER

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

SUBJECT: BLESSED HOPE HUMAN RESOURCES + DEVELOPMENT GROUP 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: Dr. Louis RENTZ
Name (Printed or typed)
1204 W. Ruby Street
Address
Lakeland, FL 33815
City, State & Zip
(863) 683-7497
Daytime Telephone number

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SECTION OF CORPORATE
TALLAHASSEE, FLORIDA

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

Articles of Incorporation
Blessed Hope Human Resources & Development Group, Inc.
A Corporation Not for Profit

We the undersigned hereby associate ourselves together for the purpose of becoming incorporated under chapter 617, Florida Statutes, applicable to corporation

Article 1 Name:

Blessed Hope Human Resources & Development Group, Inc.
A ministry of Blessed Hope Missionary Baptist Church in partnership with the Blessed Hope Baptist College.

Article II Principal Office:

Blessed Hope Missionary Baptist Church
1038 W Walnut Street
Lakeland, Florida 33815

Article III Purpose:

To develop a community facility for economic development, training, after school programs, community outreach, computer labs, shelter for battered women or in distress, low & moderate income housing and other needs of the community deemed sufficient by it's board of directors. To provide continuing education scholarships to community students through public contributions and grants when funds are available.

Article IV Manner of Election:

Board members shall be elected for a term of 3 years with staggered rotations. Elections shall be held mid year to begin serving the 1st of the next year.

Article V Initial Directors and/or Officers

Dr. Louis Rentz, President
1204 W Ruby Street
Lakeland, FL 33815

Dr. Vincent L. Shannon, Chairman
7691 Canterbury Circle
Lakeland, FL 33810

Dr. Frank Leonard
4601 Horton Road
Plant City, FL 33567

Dr. Steve A. Caudle
7419 Floral Circle East
Lakeland, FL 33810

Rev. Frederick J. Brinson
2121 E Beal Road
Plant City, FL 33567

Rev. Troy Stancil
6982 Holly Drive
Bradley, FL 33835

Bishop John Smith
1941 Lavon Street
Lakeland, Florida 33805

Garfield Williams, Secretary/Treasurer
1038 W Walnut Street
Lakeland, FL 33815

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TALLAHASSEE, FLORIDA

Article VI Initial Registered Agent

Dr. Louis Rentz
1204 W Ruby Street
Lakeland, FL 33815

Articles of Incorporation

Article VII Incorporator

Dr. Vincent L. Shannon
7691 Canterbury Circle
Lakeland, FL 33810

Article VIII Conflict of Interest Policy

The purpose of the conflict of interest policy is to protect the Blessed Hope Human Resources & Development Group, Inc. interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article IX Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article X, Section 2, a person who has financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article X Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of any financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Articles of Incorporation

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable, in conformity with the above determine it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflict of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article XI Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Articles of Incorporation

Article XII Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article XIII Annual Statements

Each director, principal officer and member of a committee with governing board-delegated powers shall annually sign a statement, which affirms such person:

- a. Has received a copy of the conflict of interest policy.
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities, which accomplish one or more of its tax exempt purposes.

Article XIV Periodic Reviews


To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on the competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.


Article XV Use of Outside Experts

When conducting the periodic reviews as provided for in Article XIV, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.


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 to act in this capacity.




Signature/Registered Agent



Signature/Incorporator



Date



Date

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TALLAHASSEE, FLORIDA