

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.

(((H06000255906 3)))



H060002559063ABC0

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) 295-0381

From:

Account Name : QUARLES & BRADY LLP
Account Number : I20000000067
Phone : (239) 262-5959
Fax Number : ~~(239) 434-4888~~ 239-213-5444

06 OCT 19 PM 1:22

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT/NON PROFIT CORPORATION

IMMOKALEE HELPING OUR PEOPLE IN EMERGENCIES, INC.

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

UH

(((H06000255906 3)))

FILLED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 OCT 19 PM 1:22

**ARTICLES OF INCORPORATION
OF
IMMOKALEE HELPING OUR PEOPLE IN
EMERGENCIES, INC.**

A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator or a corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE 1
NAME OF THE CORPORATION**

1.1 The name of the corporation is IMMOKALEE HELPING OUR PEOPLE IN EMERGENCIES, INC. (hereinafter the "Corporation")

1.2 The Corporation will apply for and use the fictitious name of "I HOPE" in its dealings with the community.

**ARTICLE 2
PRINCIPAL OFFICE AND MAILING ADDRESS**

2.1 The principal office of the Corporation is located at the Immokalee Chamber of Commerce, 310 Alachua, Immokalee, Florida 34142.

2.2 The mailing address of Corporation is P.O. Box 5278, Immokalee, Florida 34143.

**ARTICLE 3
DURATION**

The period of the duration of the Corporation is perpetual unless dissolved according to Florida law.

**ARTICLE 4
PURPOSES**

4.1 The Corporation is organized exclusively for charitable, religious and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code ("Code").

4.2 The initial purposes of the Corporation will be:

4.2.1 To bring together, on a regular basis, existing Interfaith Disaster Networks, religious leaders, Emergency Management and other disaster response

QBNAP519119.1

(((H06000255906 3)))

(((H06000255906 3)))

organizations to share and to coordinate in the areas of disaster readiness, response, and recovery.

4.2.2 To encourage the development of Interfaith Disaster Networks to share face to face in the area of readiness, response, and recovery as they work with Emergency Management and other disaster response organizations.

4.2.3 To promote disaster training opportunities, as sponsored by various denominations, Red Cross, and Emergency Management and to sponsor special disaster training such as "children in disaster", "adult stress", and "burn out," if not otherwise available. To train and to send volunteers to the State of Florida's Emergency Management ESP15 desk, Collier County's Emergency Management, work within our own community to assist in the coordination of volunteers and donations in the time of disaster.

4.2.4 To keep ecumenical and community leaders well informed of the situation as a disaster response proceeds and to provide them with information regarding the unmet needs of the survivors.

4.2.5 To assist in the creation of, and to provide technical assistance to, a post-disaster ecumenical long term recovery effort, to address the unmet needs of the those without necessary resources to rebuild their homes and their lives, most especially the frail elderly, the handicapped, and the economically disadvantaged.

4.2.6 To encourage the faith communities to provide necessary resources of their prayers, caring of volunteers, materials, and money, not otherwise provided, to the recovery effort.

4.2.7 To encourage the faith communities to help congregations to develop their own plan of readiness, response, and recovery.

4.2.8 To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

4.2.9 To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

4.3 The Board of Directors, with the consent of the Membership, if any, shall have the authority to modify change the purposes of the Corporation, by majority vote provided that such new or modified purposes remain qualifying purposes under §501(c)(3) of the Internal Revenue Code.

QBNAP519119.1

(((H06000255906 3)))

(((H06000255906 3)))

ARTICLE 5

PROHIBITED ACTIVITIES

5.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, officers, or other private persons, except that the Corporation 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 Article 4 hereof.

5.2 No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office or engage in political activities of any kind, except as permitted by the provisions of §501(h) of the Code. The Corporation shall make a §501(h) election effective for its first year of operation.

5.3 Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under §501(c)(3) of the Code, or (b) by a Corporation, contributions to which are deductible under §§170(c)(2), 2055, 2100(a)(2) and 2522 of the Code.

5.4 In the event that the Corporation shall be considered to be a private foundation, as such term is defined in §509(a) of the Code, then in that event, the Corporation:

5.4.1 shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by §4942 of the Code; and,

5.4.2 shall not (i) engage in any act of self-dealing as defined in § 4941(d) of the Code; (ii) retain any excess business holdings as defined in § 4943(c) of the Code; (iii) make any investments in such manner as to subject it to tax under § 4944 of the Code; or (iv) make any taxable expenditures as defined in § 4945(d) of the Code.

ARTICLE 6

REGISTERED AGENT

6.1 The name of the registered agent of the corporation is NAPLES-LAWDOCK, INC. The address of this registered agent is 1395 Panther Lane, Suite 300, Naples, Florida 34109.

6.2 The Board of Directors shall have the authority to change the registered agent by majority vote.

(((H06000255906 3)))

ARTICLE 7
MEMBERS

7.1 The Corporation shall have those classes of Membership which the Board of Directors shall approve by a Two Thirds (2/3rds) vote of the Board of Directors.

7.2 The rights and obligations of Members and Membership shall be established in the Bylaws of the Corporation, provided that no Class of Membership may be granted a direct or indirect ownership in the assets of the Corporation.

7.3 The Board of Directors by unanimous vote shall have the authority to eliminate any class or classes of Membership in its discretion.

ARTICLE 8
INITIAL BOARD OF DIRECTORS

8.1 There shall be five (5) directors on the initial Board of Directors.

8.2 The method of election of the Board of Directors shall be stated in the bylaws.

8.3 The names and addresses of the initial members of the board of Directors are:

Richard L. Heers
507 N. 18th Street
Immokalee, Florida 34142

Patricia Anne Goodnight
803 Tippins Terrace
Immokalee, Florida 34142

Nancy Frees
611 Weber Boulevard S
Naples, Florida 34117

Richard L. Rice
1167 Serenity Way
Immokalee, Florida 34142

Robert Selle
25999 Old 41 Road
Bonita Springs, Florida 34135

ARTICLE 9
DISSOLUTION

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

(((H06000255906 3)))

ARTICLE 10
AMENDMENT OF BYLAWS

The Corporation's Bylaws may be amended, altered, restated or repeated and new Bylaws may be adopted only by the affirmative vote of two thirds (2/3) of the members of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE 11
AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of incorporation may be amended, altered and/or restated only by the affirmative unanimous vote of the members of the Board of Directors.

ARTICLE 12

The sole incorporator of the Corporation is Kevin Carmichael. The complete business address of the sole incorporator is c/o Quarles and Brady, LLP, 1395 Panther Lane, Naples, Florida 34109.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 1st day of October, 2006.



KEVIN CARMICHAEL
Incorporator

(((H06000255906 3)))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 OCT 19 PM 1:22

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTIONS 48.091 and 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA

The name of the Corporation is IMMOKALEE HELPING OUR PEOPLE IN
EMERGENCIES, INC.

The name of the initial registered agent of the Corporation is NAPLES-
LAWDOCK, INC., c/o Quarles & Brady ll, 1395 Panther Lane, Naples, FL 34109.

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the
above stated Corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in that capacity. I further agree to
comply with the provisions of all statutes relating to the proper and complete
performance of my duties, and I am familiar with and accept the obligations of my
position as registered agent.



Name: SUSAN KUBAR
Title: VICE PRESIDENT
NAPLES-LAWDOCK, INC.
Registered Agent

Date: 10/19/2006