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W06-40290

NOV 10 2006

***EVERLASTING HOPE COMMUNITY DEVELOPMENT
CORPORATIONS, INC.
36435 Via Marcia Street
Fruitland Park, Fl 34731***

October 29, 2006

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Fl. 32314

Re: Incorporation of **Everlasting Hope CDC. Inc.**

Dear Sir/Madam:

We are resubmitting the Articles of Incorporation for **Everlasting Hope CDC. Inc.**
We are in the process of establishing a community development corporation to improve
the quality of life for indigent families in the Clermont area and are attempting to
complete the required legal paper work and Tax Exemptions with the Internal Revenue.

I can be reached at 352-314-3096. I apologize for the repeated return of the application.
I desire that the file date of Everlasting Hope CDC, Inc. be incorporated prior to the end
of 2006.

Thanks in advance for your assistance in this matter.

Sincerely,

Mrs. Robin Brown, President
Board of Directors
enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 13, 2006

ROBIN BROWN
36435 VIA MARCIA STREET
FRUITLAND PARK, FL 34731

SUBJECT: EVERLASTING HOPE CDC, INC.
Ref. Number: W06000040290

We have received your document for EVERLASTING HOPE CDC, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 206A00055210



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 23, 2006

ROBIN BROWN
36435 VIA MARCIA STREET
FRUITLAND PARK, FL 34731

SUBJECT: EVERLASTING HOPE CDC, INC.
Ref. Number: W06000040290

We have received your document for EVERLASTING HOPE CDC, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name of the entity must be identical throughout the document.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 206A00055210

**ARTICLES OF INCORPORATION
OF**

EVERLASTING HOPE COMMUNITY DEVELOPMENT CORPORATION, Inc.
(A Corporation Not-for-Profit)

The undersigned natural persons of legal age, acting as incorporators for the purpose of creating a corporation not-for-profit under the laws of the State of Florida as provided in Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I
Name and Address

The name and address of this corporation shall be: **EVERLASTING HOPE COMMUNITY DEVELOPMENT CORPORATION, Inc., 36435 Via Marcia Street, Fruitland Park, Fl. 34731**

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III
Purpose

Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501 © (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE IV
Powers

This corporation shall have all powers granted by law to not-for-profit corporation subject to the following limitations and restrictions:

- (a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, director, 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 III hereof. 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 other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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 Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170 (7)(2) of the Internal Revenue Code of 1986

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(or the corresponding provision of any future United States Internal Revenue law).

- (b) No member, director, officer, or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of the residual assets of the corporation to one or more organizations described in Section 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or to a Federal, State or local government for exclusive public purpose, as the Board of Directors shall determine.
- (c) The corporation shall not engage in any prohibited activity as defined in Florida Statute Section 617.0835, or as subsequently amended.

ARTICLE V

Membership

The corporation shall have no capital stock, and shall be composed of Members rather than stockholders. The membership of the corporation shall consist of the individuals consisting of the Board of Directors hereinafter provided, and their successors in office.

ARTICLE VI

Incorporators

The officers of the corporation shall consist of a President, a Secretary and a Treasurer and such other officers and assistant officers as the Board of Directors shall provide for in the bylaws of the corporation. The officers shall be elected by the Board of Directors at the annual meeting of the Board of Directors. Vacancies shall be filled by the Board of Directors at any regular or special call meeting. The name and address of the first officers who shall manage the affairs of the corporation until their successors are elected or appointed and are duly qualified are:

President: Robin F. Brown, 36435 Via Marcia St., Fruitland Park, Fl. 34731
Secretary: China Dexter, 1706 Ravenwood Circle, Apt E, Kissimmee, Fl. 34741
Treasurer: Brian Hart, 2113 Citrus Blvd, Apt 11, Leesburg, Fl. 34748

ARTICLE VII

Board of Directors

Control of the affairs of the corporation shall be vested in the Board of Directors consisting of not less than three (3) Directors, who shall be elected on an annual basis, but the term of office of any member of the Board of Directors may be for a period of more than one (1) year as provided in the Bylaws. The number of Directors may be increased or decreased, by a two third (2/3) vote of the Board of Directors, but shall never be less than three (3) Directors. The initial Board of Directors shall be composed of three (3) Directors. The Board of Directors shall be elected by the Board of Directors at the annual meeting of the Board of Directors. Vacancies On the Board of Directors shall be filled by a two-third (2/3) vote of the remaining members of the Board. Any members of the Board of Directors elected by the Board of Directors to fill a vacancy shall hold office until the next annual meeting of the Board of Directors. Each member of the Board of Directors need not be a member of the corporation as a condition precedent to

election or appointment to the Board. The Board of Directors may be organized into one (1) or more separate categories of Directors as provided in the Bylaws. The name and address of the first members of the Board of Directors who shall serve until their successors are duly elected and qualified are:

President: Robin F. Brown, 36435 Via Marcia St., Fruitland Park, FL 34731
Secretary: China Dexter, 1706 Ravenwood Circle, Apt E, Kissimmee, FL 34741
Treasurer: Brian Hart, 2113 Citrus Blvd, Apt 11, Leesburg, FL 34748

ARTICLE IX **Informal Action**

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE X **Amendment of Bylaws and Articles of Incorporation**

The Bylaws and Articles of Incorporation may be amended or repeated by the Board of Directors by an eighty percent (80%) vote at any regular or special meeting of the Board of Directors. All proposed Amendments shall be submitted to each member of the Board of Directors at least ten days prior to the meeting date.

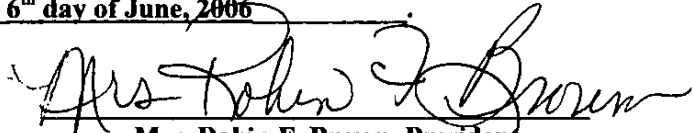
ARTICLE XI **Registered Office and Agent**

The registered office of the corporation shall be: 36435 Via Marcia St. Fruitland Park, FL 34731.

The registered agent shall be: Harold Brown

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 6th day of June, 2006


Mrs. Robin F. Brown, President

ACCEPTANCE

I hereby accept appointment as Registered agent of
Dated: 11/17/06

Everlasting Hope Community
Development Corporation, Inc

Harold P. Brown 11-1-06

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