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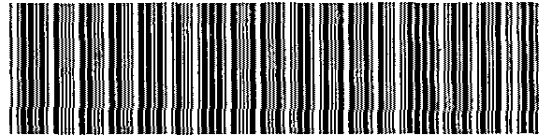
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 FEB -8 PM 2:03

APPROVED
AND
FILED

B. McKnight FEB 09 2007

COVER LETTER

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

SUBJECT: ROCK ROAD RESTORATION HISTORICAL 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: Law Offices of W. George Allen
Name (Printed or typed)

800 S E 3rd Avenue, Penthouse
Address

Fort Lauderdale, FL 33316
City, State & Zip

954 463 6681
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
ROCK ROAD RESTORATION HISTORICAL GROUP, INC.
A FLORIDA NON PROFIT CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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ARTICLE I

Corporate Name

The name of this corporation is ROCK ROAD RESTORATION HISTORICAL GROUP, INC., and its principal place of business shall be located at 1808 N W 6th Avenue, Pompano Beach, Broward County, Florida 33060.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized solely for general educational purposes pursuant to the Florida Corporations Not For Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

- a) for the advancement of education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- b) To collect, preserve, disseminate, and educate others about the history of Black residents west of Dixie Highway and the FEC Railroad tracks in Pompano Beach, Florida.
- c) to operate exclusively in any other manner for such

educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, (or the corresponding provision of any other applicable Internal Revenue Law) as amended, or under any corresponding provision of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

a) Board of Trustees. The power of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be nine (9) provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 7:00 p.m. on third Thursday in March of each year at the E. Pat Larkins Center or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>Name</u>	<u>Address</u>
Hazel K. Armbrister	1808 N W 6 th Avenue Pompano Beach, Florida 33060
Patricia Davis	2630 N W 13 th Street Pompano Beach, Florida 33069
Cheryl Swain Small	617 N W 17 th Avenue Pompano Beach, Florida 33069
Alisa Loray	31 N E 21 st Street Pompano Beach, Florida 33060
Katie Wiggins	771 N W 17 th Street Pompano Beach, Florida 33060
Gerald Wilks	715 N W 17 th Terrace Pompano Beach, Florida 33060
Doretha Gassett	620 N W 7 th Terrace Pompano Beach, Florida 33060
Mandy Striggles	4781 N E 1 st Terrace Fort Lauderdale, Florida 33334
Shirley Fields	2760 N W 6 th Court Pompano Beach, Florida 33069

b) Corporate Officers. The Board of Trustees shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Trustees to elect from time to time, initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>
President: Hazel K. Armbrister	1808 N W 6 th Avenue Pompano Beach, Florida 33060
Vice-President: Patricia Davis	2630 N W 13 th Street Pompano Beach, Florida 33069
Secretary: Cheryl Swain Small	617 N W 17 th Avenue Pompano Beach, Florida 33069

Treasurer: Katie Wiggins

771 N W 17th Street
Pompano Beach, Florida 33060

Parliamentarian: Alisa Loray

31 N E 21st Street
Pompano Beach, Florida 33060

ARTICLE VI

Earnings and Activities of Corporation

a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable, to its members, trustees, 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 IV hereof.

b) 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 any candidate for public office.

c) Notwithstanding 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 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or

organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

a) The corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

b) Any person paying the dues provided for by the bylaws and agreeing to be bound by the Articles of Incorporation and by such rules and regulations as the trustees may from time to time adopt, is eligible for membership.

c) A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

ARTICLE IX

Subscribers

The names and residence addresses of the Subscribers of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Hazel K. Armbrister	1808 N W 6 TH Avenue Pompano Beach, Florida 33060
Patricia Davis	2630 N W 13 th Street Pompano Beach, Florida 33069
Cheryl Swain Small	617 N W 17 th Avenue Pompano Beach, Florida 33069

Katie Wiggins

771 N W 17th Street
Pompano Beach, Florida 33060

Alisa Loray

31 N E 21st Street
Pompano Beach, Florida 33060

ARTICLE X

Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XI

Declaration of Assets

The property of this corporation is irrevocably dedicated to educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII

Registered Agent and Office

The address of the corporation's registered office shall be LAW OFFICES OF W. GEORGE ALLEN, 800 S E 3RD AVENUE, PENTHOUSE, FORT LAUDERDALE, FLORIDA 33316, and the name of its registered agent at said office shall be W. GEORGE ALLEN.

ARTICLE XIII

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit

corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 23 day of January, 2007.

Hazel K. Armbrister
HAZEL K. ARMBRISTER

Patricia Davis
PATRICIA DAVIS

Cheryl Swain Small
CHERYL SWAIN SMALL

Katie Wiggins
KATIE WIGGINS

Alisa Loray
ALISA LORAY

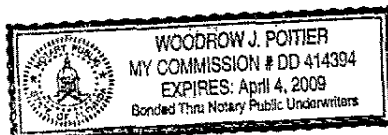
STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared HAZEL K. ARMBRISTER, PATRICIA DAVIS, CHERYL SWAIN SMALL, KATIE WIGGINS, and ALISA LORAY, personally known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of January 2007.

Woodrow J. Pontier
Notary Public
My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

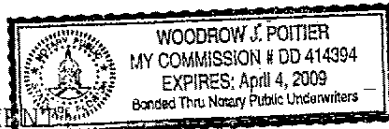
Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act.

First: That ROCK ROAD RESTORATION HISTORICAL GROUP, INC.,
desiring to organize under the laws of the State of Florida, has
named W. GEORGE ALLEN, ESQ., located at LAW OFFICES OF W. GEORGE
ALLEN, 800 S E 3RD AVENUE, PENTHOUSE, FORT LAUDERDALE, FLORIDA
33316, as its agent to accept service of process within this
state.

DATED: Jan. 24, 2007, 2007

By:

Mazel K. Armbrister
MAZEL K. ARMBRISTER
Incorporator
Woodrow J. Poitier



ACKNOWLEDGMENT

Having been named as registered agent and to accept service
of process for the above stated corporation, at place designated
in this Certificate, I hereby agree to act in this 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.

Dated: 2-2, 2007

W. George Allen
W. GEORGE ALLEN, ESQ.
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 FEB - 8 PM 2:03

APPROVED
AND
FILED