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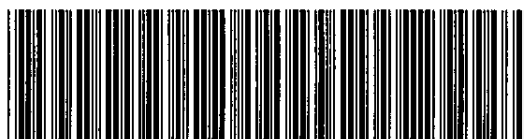
(Business Entity Name)

(Document Number)

Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11/1001  
607-0169  
10/1054



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 10, 2007

AKIE ADAMS  
4526 SHILOH MILLS BLVD  
JACKSONVILLE, FL 32246

SUBJECT: ROKEL CHARITIES  
Ref. Number: W07000050189

We have received your document for ROKEL CHARITIES and your check(s) totaling \$93.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the corrected 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) 245-6955.

Suzanne Hawkes  
Regulatory Specialist II  
New Filing Section

Letter Number: 507A00059527

## COVER LETTER

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

**SUBJECT:** ROKEL CHARITIES  
**(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:** Akie Adams  
Name (Printed or typed)

4526 Shiloh Mills Blvd.  
Address

Jacksonville, FL 32246  
City, State & Zip

904-548-1054  
Daytime Telephone number

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

# ROKEL CHARITIES, INC

1140 SUNRAY COURT  
JACKSONVILLE, FL 32218

## ARTICLES OF INCORPORATION

FILED  
07 OCT -8 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### SECTION I

The name of the Corporation is:

**ROKEL CHARITIES, INC.**

### SECTION II

The name and address of its registered office in the State of Florida is No. 4536 Shiloh Mill Blvd. in the City of Jacksonville in Duval County. The zip code is 32246. The name of its registered agent at such address is Akie N. Adams. The Corporation may also have offices at such other places within and without the state of Florida and Sierra Leone as the Board of Directors may from time to time or the affairs of the Corporation may require.

### SECTION III

The corporation shall be a non-profit Corporation. The purpose for which this corporation is formed is to receive monies and/or donations of any kind and disburse same, exclusively, for charitable, literary or educational purposes, particularly in Sierra Leone, one of the poorest countries in the world. The Corporation is organized under the Non-profit Charitable law. It has no religious affiliation and is not organized for the private gain of any person. Incidental to such purposes, the Corporation may:

- A. Provide leadership, environmental awareness and marketable skills to the less fortunate so that they, too, may become productive members of their community. The Corporation will solicit volunteers from skilled personnel in such areas as medical, academia and spiritual leadership to provide much needed help and ministering to the youth and vulnerable in this third world country, which is slowly recovering from ten brutal years of war.
- B. Work in partnership with other non-profit charities in reducing youth migration to the urban areas by assisting in the public education processes. Aid, cooperate with, or support other associations or charities which are, themselves, founded for or are committed or dedicated to, purposes which are consistent with the purposes of this Corporation.
- C. Provide technical assistance and material support, promote educational programs, economic development, agriculture and nutritional support

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programs in various parts of the country. In each of these areas, the focus will be on working with women and youth because, equipped with the proper resources, women have the power to help their families and communities escape poverty. The Corporation's educational programs include literacy classes, improvements to curriculums and initiatives aimed at increasing enrollment rates for all youths. The Corporation's economic development projects are aimed at helping individuals, particularly farmers, increase income and access to adequate facilities and good working tools and starting small businesses. Its nutritional support programs focus on the needs of young children, disabled and/or elderly.

- D. The Corporation will operate projects that will aid the elderly with much needed facilities such as adequate housing (based on available funds), good nutritional programs, clothing and medical opportunities. Natural resources in areas such as kitchen gardens, irrigation, and access to water, and information on hygienic behaviors will also be addressed.
- E. The Corporation shall have no capital stock. Its activities may be conducted in any jurisdiction within or without the United States.

## **SECTION IV**

- A. Control over and management of the activities and affairs of the Corporation are vested in the Board of Directors, except as otherwise provided in this Certificate of Incorporation or by the laws of the State of Florida.
- B. The names and mailing addresses of the persons who shall serve as the initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Akie Adams	4536 Shiloh Mill Blvd Jacksonville, FL 32246
Kingston Evans	2111 Elder Street Reading, PA. 19604
Gladstone Tucker, M.D.	1606 Castleberry Dr. Marion, IL. 62959
Daniel Mojueh	7841 Crossbay Dr Serven, MD 21144.
Donald F. Temple, M.D.	508 W Martin Luther King Jr. Blvd Tampa, FL. 33603
Michael D. Jusu	1140 Sunray Court Jacksonville, FL. 32218

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- C. The number of members of the Board of Directors shall be designated in the By-laws. The term of office of each member of the Board of Directors shall be one year. If the number of members of the Board of Directors designated in the By-laws is changed at any time, the members of the Board of Directors shall elect or remove the appropriate number of members of the Board of Directors either at a special meeting called for that purpose or without a meeting on written consent of all of the members of the Board of Directors of the Corporation entitled to vote thereon.
- D. The powers of the Board of Directors shall include the powers:
- a. To have and exercise the management of the affairs of the Corporation.
  - b. To elect such officers as the By-laws may specify, which officers shall have such titles and exercise such duties as the By-laws and the Resolutions of the Board of Directors may provide.
- E. Provisions of the Certificate of Incorporation may be changed, amended, added to or repealed upon the majority vote of Members of the Board of Directors at a duly held meeting or without a meeting on written consent of the Board of Directors of the Corporation entitled to vote thereon. Provisions of the By-laws of the Corporation may be adopted, changed, amended, added to or repealed upon the majority vote of members of the Board of Directors at a duly held meeting or without a meeting on written consent of the Board of Directors of the Corporation entitled to vote thereon.

## **SECTION V**

- A. The purposes set forth in Article THIRD shall be exclusively those purposes that are within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3), or corresponding provisions of any subsequent federal tax laws.
- B. No part of the earnings or net earnings for the Corporation shall inure to the benefit of any individual, and no member of the Corporation or the Board of Directors, officer or employee of the corporation shall receive any pecuniary profit from the operations thereof except reasonable compensation for actual services rendered to the Corporation.
- C. No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

- D. Notwithstanding any other provision of this Certificate of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on particularly by organizations, contributions to which are deductible under Section 170(c)(2), 2055 and 2522 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent tax laws.

## **SECTION VI**

In the event of the dissolution of the Corporation, no dividend or other distribution on any of the assets of the Corporation shall be made to any member of the Board of Directors, or to any officer or employee of the Corporation, or to any person having a personal or private interest in the activities of the Corporation, or to any corporation organized for profit, but all of such assets shall be applied to accomplish the purposes set forth in Article THIRD for which the Corporation is organized, by distributing such assets to institutions with similar purposes which are qualified under the provision of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

## **SECTION VII**

Any other provision of this Certificate of Incorporation to the contrary notwithstanding, for any year in which the Corporation is a private foundation within the meaning of section 509 of the Internal Revenue code of 1986, or corresponding provisions of any subsequent Federal tax laws:

- A. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- B. The Corporation shall not engage in any act of self-dealing, as defined in section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, which would subject any person to the imposition of any tax under section 4941 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- C. The Corporation shall not retain any excess business holdings, as defined in section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, which would subject the Corporation to the imposition of any tax under section 4943 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- D. The Corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

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- E. The Corporation shall not make any taxable expenditure, as defined in section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, which would subject the Corporation to the imposition of any tax under section 4945 of the Internal revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

## **SECTION VIII**

No officer of the Corporation or member of the Board of Directors shall ever be personally liable, in any manner whatsoever, for debts of the Corporation, nor shall the individual property of any such officer or member of the Board of Directors ever be subject to the payment of the Corporation's debts. No member of the Board of Directors shall ever be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a member of the Board of Directors; provided, however, that this provision shall not limit the liability of a member of the Board of Directors for breach of his duty of loyalty to the Corporation, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or for any transaction from which such individual derived an improper personal benefit.

## **SECTION IX**

All resolutions adopted by, and all meetings of, the Board of Directors may be taken or held within or without the State of Florida, as the By-laws may provide. The books of the Corporation may be kept (subject to any provision contained the Florida statutes), outside the State of Florida at such place or places as may be from time to time designated by the Board of Directors. Elections of members of the Board of Directors need not be by written ballot unless the By-laws of the Corporation shall so provide.

I, THE UNDERSIGNED, being the incorporator herein before named, for the purpose of forming a corporation, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true. Accordingly, I have hereunto set my hand this 28<sup>th</sup> day of September, 2007.

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**Michael D. Jusu, Incorporator**