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2008 JUL 17 P 12:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUL 18 2008  
D. A. WHITE

July 16, 2008

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

To Whom It May Concern:

My name is Lois Rhodes and I am one of the Incorporators of Hope Network of Flagler County, Inc.

Enclosed are the following:

1. Check #1330 in the amount of \$87.50 for Filing Fee, Certified Copy & Certificate
2. Your Cover Letter listing the name and address of our Registered Agent
3. Original Articles of Incorporation and two (2) copies.
4. One (1) copy of our Bylaws

Sincerely,

  
Lois Rhodes

## COVER LETTER

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

**SUBJECT:** Hope Network of Flagler County, 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:** David S. Eldredge  
Name (Printed or typed)

1 Florida Park Drive, Suite 350  
Address

Palm Coast, FL 32135  
City, State & Zip

(386) 445-2211  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**Hope Network of Flagler County, Inc.**  
**A Florida "Not for Profit" Corporation**

**FILED**

2000 JUL 17 P 12:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a nonprofit corporation under Chapter 617 of Florida Statutes, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I – NAME**

The name of the corporation shall be: Hope Network of Flagler County, Inc.

**ARTICLE II – PRINCIPAL OFFICE**

- a) **Principal Office:** The principal office of the corporation is located at 1 Florida Park Drive, Suite 350, Palm Coast, FL 32137.
- b) **Mailing Address:** The mailing address of the corporation is P.O. Box 351944, Palm Coast, FL 32135.

**ARTICLE III – CORPORATE PURPOSES**

The purposes for which this corporation is formed are exclusively charitable and consist of the following:

- a) To provide relief to the poor, the distressed and the underprivileged in Flagler County.
- b) To minimize the duplication of services and to preclude persons in need from traveling the County in search of assistance.
- c) To operate exclusively for charitable purposes, and any other purpose described in Section 501(c)(3) of the Internal Revenue Code of 1986, and any corresponding provisions of future United States Revenue Laws (the "Code").

**ARTICLE IV – LIMITATIONS**

- a. **Restrictions.** Notwithstanding any other provision herein to the contrary, the corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status (a) as a corporation which is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code, or (b) as a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

b. **Lobbying.** No substantial part of the activities of the corporation shall be to carry on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing and distributing of statements) any political campaign on behalf of any candidate for public office; nor shall the corporation engage in any activities that are unlawful under applicable federal, state or local laws.

c. **No Private Inurement:** No part of the net earnings or principal of the corporation shall inure to the benefit of or be distributed to any director, trustee or officer of the corporation or any affiliated organizations, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in connection with one or more of its purposes) and no director, trustee or officer of the corporation or any affiliated organizations, or any private individual shall be entitled to share in the distribution of any of the corporation's assets on dissolution of the corporation.

#### **ARTICLE V – DISSOLUTION**

Upon dissolution of this corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all assets of the corporation exclusively to selected nonprofit charitable or religious organizations that are described in Section 509(a)(1) or Section 509(a)(2) of the Code, and which at the time of dissolution qualify as exempt organizations under Section 501(c)(3) of the Code.

#### **ARTICLE VI – MEMBERS**

The qualification for members and the manner of their admission shall be regulated in the corporation's bylaws.

#### **ARTICLE VII – MANNER OF ELECTION OF DIRECTORS**

The method of selection of the corporation's Board of Directors and the number of directors shall be stated in the corporation's bylaws.

#### **ARTICLE VIII – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the registered agent of the corporation is David S. Eldredge; and the address of the corporation's initial registered office is 1 Florida Park Drive, Suite 350, Palm Coast, FL 32137.

## **ARTICLE IX – INCORPORATORS**

The names and addresses of the incorporators are as follows:

<b>NAME</b>	<b>ADDRESS</b>
Lois Rhodes	11 Parkway Drive Palm Coast, FL 32164
Carl Heldwein	64 Colechester Lane Palm Coast, FL 32137
Sharon Verrenti	42 Woodward Lane Palm Coast, FL 32164
Suzanne Howard	118 Parkview Drive Palm Coast, FL 32164
Don Smith	2095 Joyce Street Flagler Beach, FL 32136

## **ARTICLE X – INDEMNIFICATION**

To the extent permitted by law, the corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative, including any action or suit by or in the right of the corporation to procure a judgment in its favor, by reason of the fact that such person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture or other enterprise or as a trustee, officer, employee or agent of an employee benefit plan. Such indemnification shall be against expenses, including attorney fees, and except for actions by or in the right of the corporation, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

To the extent permitted by law, the corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation against any liability asserted against such person while acting in such capacity or arising out of his or her status as such, whether or not the corporation would have the power to indemnify him or her against such liability.

The indemnity provided for by this Article shall not be deemed to be exclusive of any other rights to which those indemnified may be otherwise entitled, nor shall the provisions of this Article be deemed to prohibit the corporation from extending its indemnification to cover other persons or activities to the extent permitted by law or pursuant to any provisions in the Bylaws.