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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*MRD
10/9*

COVER LETTER

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

SUBJECT: Greater Payne Community Development Center, Inc.
(PROPOSED CORPORATION 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

<u> </u> \$78.75 Filing Fee & Certified Copy	<u> </u> 87.50 Filing Fee, Certified Copy & Certificate
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ADDITIONAL COPY REQUIRED

FROM: Rev. Tan C. Moss
1230 Claudia Spencer Street
Jacksonville, Florida 32206
(904) 355-6015

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

ARTICLES OF INCORPORATION

OF

GREATER PAYNE COMMUNITY DEVELOPMENT CENTER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I

Name of Corporation

The name of the corporation shall be:

**GREATER PAYNE COMMUNITY DEVELOPMENT CENTER, INC.
1230 CLAUDIA SPENCER STREET
JACKSONVILLE, FLORIDA 32206**

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized for the operation, control and management of an entity that provides community services and solicits, receives and distributes or uses funds, professional services, and other services for community and economic development and other charitable, scientific, literary, and educational purposes, pursuant to the Florida Corporations Not For Profit Law, set forth in section 617, Florida Statutes or the corresponding provision of any future Florida law.

ARTICLE III

Duration

The terms of existence of the corporation is perpetual, unless dissolved by law.

ARTICLE IV

General and Specific Purposes

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

- A. For Charitable, scientific, literary, and education pursuits, and any other related or corresponding purposes within the meaning of chapter 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Revenue Law.
- B. To maintain and operate a center for the solicitation, receipt, and distribution or use of funds, professional services, and other services for community and economic development and other charitable, scientific, literary and educational purposes.
- C. To operate exclusively for charitable, scientific, literary and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

- A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons.

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

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year. Annual meetings shall be held on the first Sunday in December of each year at such place or places as the Board of Directors may designate from time to time by resolution.

The name and addresses of such initial members of the Board of Directors are as follows:

NAME

ADDRESS

Reverend Tan C. Moss, President

10000 Gate Parkway, #2228
Jacksonville, Florida 32246

Dawn Owens, Secretary

10970 Lem Turner Road, Apt. 806
Jacksonville, Florida 32218

Ike Dempsey, Treasurer

761 Chestnut Oak Drive, South
Jacksonville, Florida 32218

- B. Corporate Officers. The Board of Directors shall elect the following officers: Vice-President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. The President of the corporation shall be the current pastor of Greater Payne A.M.E. Church. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

NAME AND ADDRESS

President	Reverend Tan C. Moss 10000 Gate Parkway, #2228 Jacksonville, Florida 32246
Secretary	Dawn Owens 10970 Lem Turner Road, Apt. 806 Jacksonville, Florida 32218
Treasurer	Ike Dempsey 761 Chestnut Oak Drive South Jacksonville, Florida 32218

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, 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 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, and 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 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a 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).

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for one or more exempt purposes of the corporation in such manner, and to such organization or organizations organized and operated exclusively for charitable, education, 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 Directors shall determine, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principle office of the corporation is then located, exclusively for such purposes and 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 not have members.
- B. The initial address of the corporation is:
1230 Claudia Spencer Street, Jacksonville, FL 32206

ARTICLE IX

Incorporators

The name and residence address of the Incorporator of this corporation is as follows:

Reverend Tan C. Moss, 10000 Gate Parkway, #2228, Jacksonville, Florida 32246

ARTICLE X

Amendment of By-Laws

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporation's Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to charitable, scientific, literary and 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

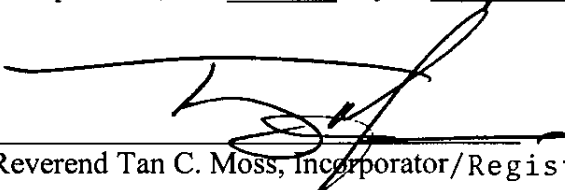
The name and address of the corporation's registered agent is: Rev. Tan C. Moss, 10000 Gate Parkway, #2228, Jacksonville, Florida 32246.

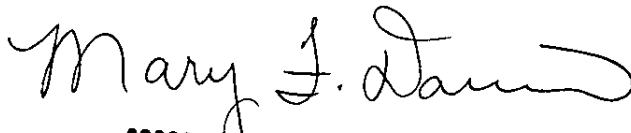
ARTICLE XIII

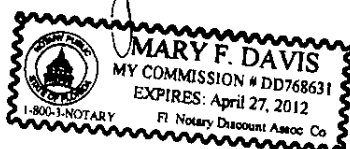
Amendment of Articles

Amendments of these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-laws of this corporation.

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 23 day of September, 2008.


Reverend Tan C. Moss, Incorporator/Registered Agent





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TALLAHASSEE, FLORIDA