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September 29, 2008

Department of State Divison of Corporations Clifotn Building 2661 Executive Center Circle Tallahassee, FL 32301

# Re: Filing of Articles of Incorporation The Center For Development and Colloboartion, Inc.

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To Whom It May Concern:

I hereby file the articles of incorporation for The Center For Development and Colloboration, Inc. in the State of Florida. I request the following services:

$\rightarrow$ Filing fees	\$35.00
→ Registered Agent Designation	
→ Certfied Copy	
→ Certicate of Status	\$ 8.75
Total charges	\$87.50

A money order in the amount of \$87.50 payable to the Florida Department of State along with an original and copy of the articles of incorpation are enclosed for processing.

Kindly mail the registered articles of incorporation to the registered agent address as follows

Attn: Roz Riley C/O The Center For Development and Colloboration, Inc. 1700 Embassy Drive Unit 601 West Palm Beach, FL 33401

If you have any questions you may reach me at (561) 471-7650.

Thank-you,

Rosliand Riley, Registered Agent Encl.





FLORIDA DEPARTMENT OF STATE Division of Corporations

October 1, 2008

ROZ RILEY 1700 EMBASSY DRIVE UNIT 601 WEST PALM BEACH, FL 33401

SUBJECT: THE CENTER FOR DEVELOPMENT AND COLLOBORATION, INC. Ref. Number: W08000045326

We have received your document for THE CENTER FOR DEVELOPMENT AND COLLOBORATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

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) 245-6928.

Tim Burch Regulatory Specialist II New Filing Section

Letter Number: 208A00052227

# ARTICLES OF INCORPORATION OF THE CENTER FOR DEVELOPMENT AND COLLOBORATION, INC. (A Florida Not For Profit Corporation)

## Article I. Name

The name of the corporation shall be: The Center for Development and Collaboration, Inc.

## Article II. Principal Office

2000 OCT 10 PM

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The initial principal place of business and mailing address of the Corporation shall be:

# 1700 Embassy Drive Unit 601 West Palm Beach, FL 33401

#### Article III. Purpose

The Corporation is organized exclusively to engage in all lawful acts or activities not for pecuniary profit for which Florida not for profit corporations may be organized, so far as permitted by Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or to corresponding provisions of future federal tax legislation (the 'Code"), and only for charitable and educational purpose that are in accordance with all applicable laws. Specifically, the Corporation will implement programs in the areas of: health, education and economic empowerment, through a network of collaborators within the local and surrounding area. Services include job training, financial literacy, General Equivalency diploma, mentoring the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code

To support the Corporation's purpose, it may also accept, hold, invest, reinvest, use, expend, disburse and administer any gifts and grants, without limitations as to origin, amount or value, and to use, expend, disburse or donate the income or principle thereof for the charitable and educational purposes consistent with the corporation's purposes. The Corporation may establish investment policies, guidelines, etc. in its bylaws or through Board of Directors' action.

To further the Corporation's purposes, it shall also have the incidental powers to do everything necessary, suitable or proper for the accomplishment, attainment, or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of, or connected with the purposes, objects, or powers set forth in these Articles of Incorporation, whether alone or in association with others; to possess all the rights, powers, and privileges now or hereafter conferred by law upon a not for profit corporation organized under the laws of the State of Florida and, in general, to carry on any of the individual, association, partnership, limited liability company or other jural person might or could do; provided that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose, object or power, or to do any act or thing forbidden by those Articles of Incorporation or forbidden by law to a not for profit corporation organized under the laws of the State of Florida.

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# Article IV, Management

The Corporations' affair shall be managed by a Board of Directors. The number of directors may be increased or decreased in accordance with the Corporation's bylaws, but shall never be less than the minimum required by law.

## Article V. Manner of Directors' Election

The manner in which the directors are elected or appointed shall be done in accordance with the Corporation's bylaws.

## Article VI. Initial Directors

The name and addresses of the initial directors are:

Rosliand Riley 1700 Embassy Dr. Unit 601 West Palm Beach, FL 33401	Director
Bruce Halstead 1700 Embassy Dr. Unit 601 West Palm Beach, FL 33401	Director
Anne Nelson 1400 6 <sup>th</sup> Street West Palm Beach, FL 33401	Director
John Clayton 1015 Adams Street West Palm Beach, FL 33407	Director

#### Article VII Limitations

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 Third 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 political campaign on behalf of or in opposition to any candidate for public office. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any further federal tax code.

#### Article VIII. Indemnification

The directors and officers of the Corporation shall be protected from the personal liability to the fullest extent permitted by law.

#### Article IX. Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, 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 of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

#### Article X. Initial Registered Agent and Street Address

The name and Florida Street address of the initial registered agent is:

# Rosliand Riley 1700 Embassy Drive Unit 601 West Palm Beach, FL 33401

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this gapacity.

Dated: September 18, 2008

ROSLIAND RILEY, Registered Agent

Article XI. Incorporator

The name and address of the incorporator is:

Rosliand Riley 1700 Embassy Drive Unit 601 West Palm Beach, FL 33401

**ROSLIAND RILEY**, Incorporator

Dated: September 18, 2008

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