

**No8000010488**

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2008 NOV 14 P 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

**SUBJECT:** NO COMPROMISE FOUNDATION, 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: REGINALD ESTELL, JR  
Name (Printed or typed)

505 N LIBERTY STREET  
Address

JACKSONVILLE, FLORIDA 32202  
City, State & Zip

904-356-7343  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
NO COMPROMISE FOUNDATION, INC.**

**FILED**  
2009 NOV 14 P 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned associate for the purpose of becoming a not for profit corporation under Chapter 617, laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a not for profit corporation.

**ARTICLE I**

**NAME**

The name of the not for profit corporation shall be **NO COMPROMISE FOUNDATION, INC.**

**ARTICLE II**

**PRINCIPAL PLACE OF BUSINESS**

The address of the initial principal place of business shall be **505 N Liberty Street, Jacksonville, Florida 32202.**

**ARTICLE III**

**PURPOSE**

This not for profit is organized exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1996 or the successor provision of any future United States Internal Revenue law. The foundation is dedicated to inspiring young people through education, art, and ministry. The No Compromise Foundation will provide positive community outreach programs and opportunities for young people to achieve their dreams. The goal is to provide a platform for young people to use their unique talents and to develop them into positive community leaders.

This purpose shall be promoted by, but not limited to, communications, meetings, conferences, and workshops, special projects, leadership development, etc. special focus shall be made to identify those areas needing improvement.

To the end that the foregoing objectives and purposes and any related religious and charitable purposes may be carried out, performed and accomplished, this corporation shall have the power to engage only in such activities as shall not constitute business

unrelated to its religious, benevolent, charitable, literary and educational purposes. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501©(3) of the Internal Revenue Code of 1996 or the successor provision of any future United States Internal Revenue law. Subject to the foregoing limitations, this corporation shall have all of the rights and powers set forth in section 617.0302, Florida Statutes.

#### **ARTICLE IV**

##### **MANNER OF ELECTION OF DIRECTORS**

The method or manner of the election of the board of director shall be stated in the corporate by-laws.

#### **ARTICLE V**

##### **INITIAL REGISTERED AGENT**

The name and address of the initial registered agent for this corporation is

Reginald Estell, Jr.  
505 N Liberty Street  
Jacksonville, Florida 32202

#### **ARTICLE VI**

##### **INCORPORATOR**

The initial Incorporator of the corporation is

Reginald Estell, Jr.  
505 N Liberty Street  
Jacksonville, Florida 32202

#### **ARTICLE VII**

##### **DURATION**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed.

## **ARTICLE VIII**

### **DISTRIBUTION**

No part of the net earnings of the nonprofit shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the nonprofit 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 the purpose clause thereof.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the nonprofit 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.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by a nonprofit organization exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

## **ARTICLE IX**

### **DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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.

## **ARTICLE X**

### **INITIAL DIRECTORS/OFFICERS**

A.D. Roberts, Chairman  
1371 Shearwater Drive  
Jacksonville, Florida 32218

James Burphy, Vice Chairman  
11742 Collins Creek Drive  
Jacksonville, Florida 32258

Ernest Jackson, Secretary  
413 E Church Street  
Jacksonville, Florida 32202

Reginald Estell, Jr., Member  
505 N Liberty Street  
Jacksonville, Florida 32202

Michelle Bell, MD, Member  
2340 Soutel Dr.  
Jacksonville, Florida 32208

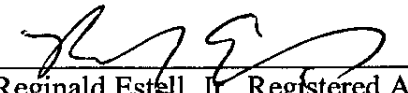
## ARTICLE XI


### BY-LAWS

The initial by-laws of this corporation shall be adopted by the directors. By-laws shall be adopted, altered, amended or repealed from time to time by either the members or the board of directors, but the board of directors shall not alter, amend or repeal any by-laws adopted by the members if the members specifically provide that such by-law is not subject to amendment or repeal by the directors.

HAVING BEEN NAMED, as Registered Agent for this Foundation at the Registered officer designated in the forgoing Articles of Incorporation, the undersigned accepts the designation.

Dated on 3<sup>rd</sup> day of October, 2008

  
Reginald Estell, Jr., Registered Agent

  
Reginald Estell, Jr., Incorporator