

## Florida Department of State Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

A WILL TO HEAL COMMUNITY SERVICES, INC.

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# ARTICLES OF INCORPORATION OF

## A WILL TO HEAL COMMUNITY SERVICES, INC.

## ARTICLEI

#### NAME OF CORPORATION

The name of this organization shall be A WILL TO HEAL COMMUNITY SERVICES, INC.

### ARTICLE II

#### PRINCIPLE OFFICE

The street address of the initial principal office and the mailing address of the Corporation is 4131 SW 56 Terrace, Davie, Florida 33314.

#### ARTICLE III

## TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing on the date of filing of these Articles of Incorporation.

#### **ARTICLE IV**

## GENERAL NATURE OF CORPORATION (FURPOSE)

This corporation is organized as a corporation NOT FOR PROFIT, exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, (the "Code"), or the corresponding section of any successor federal tax laws, including, but not limited to, the following:

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- (A) To serve as a lead agency for an interfaced system of homeless veterans care and appropriate related services, which will promote the safety of veterans, decrease the time it takes to achieve permanent placement, promote and enhance the capacity and accountability for veteran's safety and permanent placement:
- (B) To sid in the development and stabilization of our communities by providing a foundation for our veterans and their families while creating a sense of self-awareness and empowerment;
- (C) To acquire, own, purchase, lease, dispose of and deal with real and personal property interests. Either trust therein or absolutely and to apply glits, grants, bequests, and devises and the proceeds thereof in furtherence of the purposes of the Corporations;
- (D) To exercise all powers granted to corporations not for profit under the laws of the State of Florida.

## ARTICLE V

## LIMITATION ON CORPORATION POWER

- (A) No part of the net earnings of the Corporation shall inute to
  the benefit of, or be distributable to, its members, directors, 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

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the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted by the Code), 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.

- (C) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or the corresponding section of any subsequent federal tax laws in (ii) a corporation, contributions to which are deductible under Section 170 (c)(2) of the Code, or the corresponding section of any subsequent federal tax laws.
- (D) Should the Corporation at any time be considered a "private foundation" under Section 509(a) of the Code, the following limitations shall apply:
- (i) The Corporation shall distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws.
- (ii) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws.
  - (iii) The Corporation shall not retain any excess

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business holding as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws.

(iv) The Corporation shall not make any investments in a manner that would subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws.

## ARTICLE VI

#### **MEMBERS**

The qualification for members and the manner of their admission shall be as provided in the bylaws of the Corporation. The rights exercisable by members shall also be as provided in the bylaws of the Corporation.

The members shall elect directors at the first annual meeting of members and at each annual meeting thereafter.

## ARTICLE VII

#### INITIAL, REGISTERED OFFICE AND AGENT

The Corporation designates 4131 SW 56 Terrace, Davie, Florida, 33314 as the street address of the initial registered office of the Corporation #205

A Will To Heal Community Service, Inc. as the Corporation's initial registered agent NIGEL WILLIAMS

at that address to accept service of process within this state.

#### ARTICLE VIII

## INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of

directors may be either increased or diminished from time to time, as provided in the bylaws of the Corporation, but shall never be less than three (3).

The methods if election or appointment of the directors shall be as provided in the bylaws of Corporation.

The names of the initial directors are:

OFFICE

NAME

PRESIDENT

NIGEL WILLIAMS 4131 SW 56 TERRACE DAVIE, FLORIDA 33314

VICE-PRESIDENT

TONYA HILL

2251 SW 87TH TERRACE MIRAMAR, FLORIDA 33023

TREASURER

DEVON FAGAN

2833 DEWEY STREET

HOLLYWOOD, FLORIDA 33020

SECRETARY

WANDA WILLIAMS

3355 BRANCH VALLEY TRAIL CONYERS, GEORGIA 30094

## ARTICLE IX

#### BY-LAWS

The By-Laws of the corporation are to be made, altered or rescinded by the Directors of the Corporation.

## **ARTICLE X**

#### AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of incorporation may be amended by the act of the Board of Directors of the Corporation. Such amendments may be proposed and adopted

in the manner provided in the By-Laws of the Corporation.

## ARTICLE XI

#### INCORPORATOR

The names and residence addresses of the incorporators are:

NAME

**ADDRESS** 

NIGEL WILLIAMS

4131 SW 56 TERRACE DAVIE, FLORIDA 33314

TONYA HILL

2251 SW 87TH TERRACE MIKAMAR, FLORIDA 33025

#### ARTICLE XII

## DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

#### ARTICLEXIII

#### DISSOLUTION

In the event of the dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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

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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

NIGHE WILLIAMS INCORPORATOR

purposes

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## CERTIFICATE OF DESIGNATION

## REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is

A WILL TO HEAL COMMUNITY SERVICES, INC.

2. The name and address of the registered agent and office is:

Nigel Williams 4131 SW 56 Terrace Davie, Florida 33314

Signature:

Nigel Williams PREGISTERED AGENT

Date 7Jan 09

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