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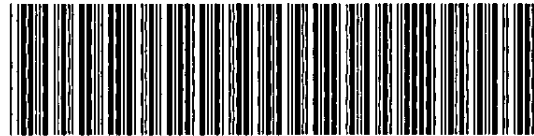
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03/06/09--01005--013 **78.75

RECEIVED
09 MAR -6 AM 10:36
09 MAR -6 AM 11:57
FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W09-10713

Bm 2/1/09

COVER LETTER

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

SUBJECT: HAVANA COMMUNITY DEVELOPMENT CORPORATION, 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: ANGELA MATHEWS, KNOWLES & RANDOLPH, PA
Name (Printed or typed)

3065 HIGHLAND OAKS TERRANCE
Address

TALLAHASSEE, FLORIDA 32351
City, State & Zip

(850)222-3768
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 6, 2009

ANGELA MATHEWS
3065 HIGHLAND OAKS TERRACE
TALLAHASSEE, FL 32351

SUBJECT: HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC.
Ref. Number: W09000010713

We have received your document for HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 709A00007799

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DIVISION OF CORPORATIONS
2009 MAR -6 AM 11:48
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TO ACKNOWLEDGE
SUFFICIENCY OF FILING

**ARTICLES OF INCORPORATION
OF
HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC.**

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned, all of whom are residents of the State of Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit.

**ARTICLE I
NAME**

The name of this corporation is HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The initial principal office of the corporation is located at 917 Schwall Road, Havana, Florida 32333.

**ARTICLE III
TERM OF EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE IV
NOT FOR PROFIT**

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. 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 III 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 future federal tax code.

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09 MAR -6 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V
PURPOSE AND POWERS**

A. Purpose. The corporation is organized and shall be operated exclusively for charitable, scientific, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. Powers. To carry out its purposes, the corporation shall have the power:

To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise and property of any sort of nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of the property and the income, principal and proceeds of the property.

To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purpose of this corporation.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 917 Schwall Road, Havana, Florida 32333, and the name of the initial registered agent of this corporation at that address is Amy McBride.

**ARTICLE VII
LIMITATIONS**

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), directors or officers, but 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 V (Purpose and Powers) of these Articles.

ARTICLE VIII TAX EXEMPT STATUS

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation pursuant to 26 USCA § 501 (a) as an organization described in 26 USCA § 501 (c) (3) and which is other than a private foundation as defined in 26 USCA § 509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 USCA § 501 (c) (3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

ARTICLE IX BOARD OF DIRECTORS

Each director shall be elected and may be removed at such a time and in such a manner as may be prescribed by the bylaws or by law. The initial list of directors is as follows:

Chair	Amy McBride
Vice Chair	Wilbert Butler , Jr.
Treasurer	Fert Richardson
	Kenneth Robinson
	Na'im Majeed
	Antonio Jefferson
	Harold M. Knowles

ARTICLE X OFFICERS

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a time and in such a manner as may be prescribed by the bylaws or by law. The initial list of officers is as follows:

CEO/President	Amy McBride
Vice President	Wilbert Butler, Jr.
Secretary	Charlie Smith
Treasurer	Fert Richardson

ARTICLE XI INCORPORATORS

The names and addresses of the incorporators to these Articles are as follows:

Amy McBride	917 Schwall Road Havana, Florida 32333
Wilbert Butler, Jr.	2993 Adiron Way Tallahassee, Florida 32317
Antonio Jefferson	3967 Pinta Court Tallahassee, Florida 32303
Harold M. Knowles	3065 Highland Oaks Terrace Tallahassee, Florida 32301

ARTICLE XII BYLAWS

The bylaws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE XIII AMENDMENTS

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

ARTICLE XIV 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.

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Articles of Incorporation were acknowledged before me this 4th day of March, 2009, by WILBERT BUTLER, Jr. He is personally known to me or has produced a Florida drivers license as identification.

(SEAL)



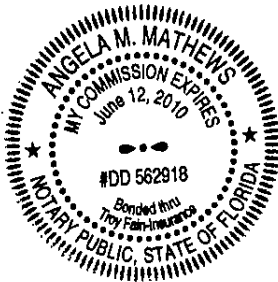
Angela M. Mathews
Notary Signature

Angela M. Mathews
Print Notary Name

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Articles of Incorporation were acknowledged before me this 4th day of March, 2009, by ANTONIO JEFFERSON. He is personally known to me or has produced _____ as identification.

(SEAL)



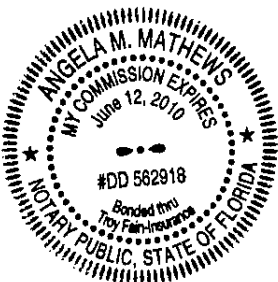
Angela M. Mathews
Notary Signature

Angela M. Mathews
Print Notary Name

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Articles of Incorporation were acknowledged before me this 4th day of March, 2009, by HAROLD M. KNOWLES. He is personally known to me or has produced _____ as identification.

(SEAL)



Angela M. Mathews
Notary Signature

Angela M. Mathews
Print Notary Name

REGISTERED AGENT'S CERTIFICATE

STATE OF FLORIDA
COUNTY OF GADSDEN

Pursuant to the provisions of Chapter 617 of the Florida Not-For-Profit Corporation Act, the corporation identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the corporation is HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC.

The name of the registered agent for HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC. is AMY McBRIDE and the street address of the company's principal office where the agent is located is 917 Schwall Road, Havana, Florida 32333.

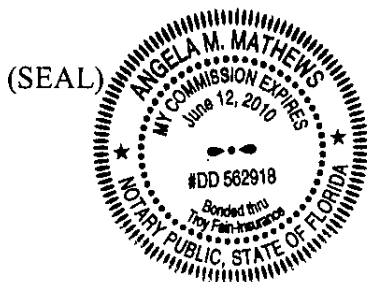
This statement is to acknowledge that, as indicated above, HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC. has appointed me, AMY McBRIDE, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Amy McBride
AMY McBRIDE

The foregoing instrument was acknowledged before me this 4th day of March, 2009, by AMY McBRIDE, agent on behalf of HAVANA COMMUNITY DEVELOPMENT CORPORATION, INC., a corporation. She is [] personally known to me or [x] has produced a FL Driver's license as identification.

Angela M. Mathews
Notary Signature

Angela M. Mathews
Print Notary Name



FILED
09 MAR -6 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE XV
INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY**

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Chapter 617 of the Florida Statutes. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

IN WITNESS WHEREOF, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 4th day of March, 2009.

INCORPORATORS:

Amy McBride
Amy McBride

Wilbert Butler, Jr.
Wilbert Butler, Jr.

Antonio Jefferson
Antonio Jefferson

Harold M. Knowles
Harold M. Knowles

STATE OF FLORIDA
COUNTY OF ~~GADSDEN~~ LEON

The foregoing Articles of Incorporation were acknowledged before me this 4th day of March, 2009, by, AMY McBRIDE. She is personally known to me or has produced a FL Driver's license as identification.

Angela M. Mathews
Notary Signature

Angela M. Mathews
Print Notary Name

