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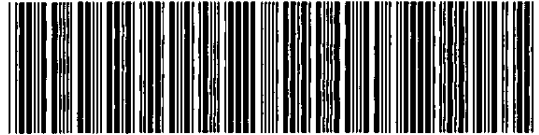
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TALLAHASSEE, FLORIDA

**18th AUG 06 2009**

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## **HONORARY CHAIR**

**The Honorable Alex Sink**  
State of Florida CFO

## **EXECUTIVE COMMITTEE**

**Janet Hamer, Chair**  
Sr. Community Development Manager  
Federal Reserve Bank of Atlanta

**Daniella Levine, Vice-Chair**  
President and CEO  
Human Services Coalition

**Sandra Bernard-Bastien, Secretary**  
Dir. Of Public Affairs/  
Organizational Dev.  
Children's Services Council of Broward

**Ted Granger, Treasurer**  
President  
United Way of Florida

## **BOARD OF DIRECTORS**

**Bob Arnold**  
President  
FLAIRS

**Anika Coney**  
Director  
Prosperity Campaign, Hillsborough Co.

**Sokoya Finch**  
Executive Director  
Florida Asset Building Coalition

**Dr. Michael Gutter**  
Research Analyst/Professor  
University of Florida

**Valerie Hendrix**  
V.P., Community Dev. Officer  
Wachovia, a Wells Fargo Company

**Karen Landry**  
Executive Director  
War on Poverty

**Deana Lewis**  
First Vice Pres., FL Comm. Dev.  
SunTrust Banks, Inc.

**George Owen**  
Community Development Manager  
Regions Bank

**Obdulio Piedra**  
Market President  
Great Florida Bank

**Maureen Quinlan**  
President  
United Way of Marion County

**Brittany Richards**  
Earned Income Tax Credit Manager  
Heart of Florida United Way

**Michael Roush**  
Director, State of Florida  
National Disability Institute, Inc.

**Susan Senkarik**  
Director of Community Impact  
United Way of Escambia County

**Ellen Stoffer**  
Director, Financial Stability Initiatives  
United Way of Tampa Bay

**Barbara Travis**  
Territory Manager  
Internal Revenue Service

## **EXECUTIVE DIRECTOR**

# **FLORIDA PROSPERITY PARTNERSHIP**

July 17, 2009

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

**Subject: Florida Prosperity Partnership, Inc.**

Enclosed are an original and one (1) copy of the Articles of Incorporation and By-Laws for the Florida Prosperity Partnership, Inc. You will also find a check for \$78.75 for the Filing Fee and Certificate of Status.

**From:** Kaye D. Schmitz, Executive Director  
180 Pinehurst Pointe Drive  
Saint Augustine, FL 32092

kayedschmitz@bellsouth.net  
904-940-0296

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**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)

**PREAMBLE**

The undersigned citizens of the United States, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following:

**ARTICLE I. NAME**

The name of the Corporation Not for Profit shall be the **Florida Prosperity Partnership, Inc.**

**ARTICLE II. DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE III. PRINCIPAL OFFICE & MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be:

180 Pinehurst Pointe Drive  
Saint Augustine, FL 32092

**ARTICLE IV. PURPOSE**

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.

**ARTICLE V. ELECTION OF CORPORATE DIRECTORS**

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than ten.

**ARTICLE VI. POWERS**

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.
2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.
3. Only an insubstantial amount of the activities of the Corporation shall

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be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may amended.

4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.
5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992-2 C.B. 411-12, as may be amended, superseded or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

#### **ARTICLE VII. MEETINGS**

After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree. Number and manner of yearly meetings is specified in the bylaws.

#### **ARTICLE VIII. INCORPORATORS**

The names and addresses of the Incorporators are:

Sandra Bernard-Bastien  
Children's Services Council of Broward County  
6301 NW 5th Way, Suite 3000  
Ft. Lauderdale, FL 33309

Janet Hamer  
Federal Reserve Bank of Atlanta, Jacksonville Branch  
800 Water Street  
Jacksonville, FL 32204-1616

Daniella Levine  
Human Services Coalition of Miami-Dade  
260 NE 17th Terrace, # 200  
Miami, FL 33132

Kaye D. Schmitz  
Florida Prosperity Partnership  
180 Pinehurst Pointe Drive  
Saint Augustine, FL 32092

### **CERTIFIED BY INCORPORATOR**

As one of the incorporators of the Florida Prosperity Partnership, Inc., I hereby certify that all of the statements and articles in this document are true and correct.

Dated this 3<sup>rd</sup> day of August, 2009

By: *Kaye D. Schmitz*  
Kaye D. Schmitz, Incorporator

### **ARTICLE IX. DISSOLUTION**

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose.

### **ARTICLE X. REGISTERED AGENT AND OFFICE**

The Registered Agent and Registered Office of the Corporation are:

Kaye D. Schmitz  
180 Pinehurst Pointe Drive  
Saint Augustine, FL 32092

### **ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the Registered Agent of the Florida Prosperity Partnership, Inc., and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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.

Dated this 3<sup>rd</sup> day of August, 2009.

By: *Kaye D. Schmitz*  
Kaye D. Schmitz, Registered Agent

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