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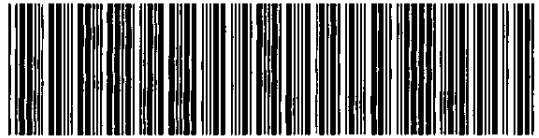
(Business Entity Name)

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2009 DEC -8 P 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

12-9-09
CC

December 3, 2009

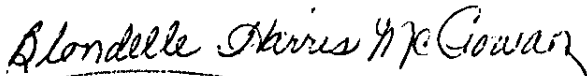
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Dear Sir:

You will find enclosed a completed set of Articles of Incorporation for the A.D. Harris Improvement Society, Inc., and a check for the amount of \$78.75.

If you should have any questions or concerns, please feel free to contact me at (850) 769-6610.

Sincerely,

A handwritten signature in cursive script that reads "Blondelle Harris McGowan". The signature is written in dark ink and is positioned above the printed name and title.

Blondelle Harris McGowan
Registered Agent

COVER LETTER

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

SUBJECT: A. D. Harris Improvement Society, 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: Toni Shamplain
Name (Printed or typed)

1915 Wilson Avenue G-6
Address

Panama City, Florida 32405
City, State & Zip

850-215-3872
Daytime Telephone number

tshampl02@yahoo.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION OF

A. D. Harris Improvement Society, Inc.

FILED
2009 DEC -8 P 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Florida Not-For-Profit Corporation

THE UNDERSIGNED SUBSCRIBER, acting as incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for the formation of a not-for-profit corporation:

ARTICLE I - NAME

The name of this not-for-profit corporation is **A. D. Harris Improvement Society, Inc.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The street address of the principal place of business and mailing address of the Corporation is: 320 East 7th Street, Panama City, Florida 32401.

ARTICLE III - SPECIFIC PURPOSE

The purpose for which the Corporation is organized is:

1. For the care and maintenance of the A. D. Harris facility which will provide a "one stop" human services site for the delivery of community based, culturally sensitive, multi-generational services.;
2. For the charitable and educational purposes of the constituents of Bay, Gulf, Calhoun, Jackson, Holmes, and Washington counties.
3. To plan, design, collaborate, and advocate for services that enhance the quality of life and facilitate empowerment of families.

ARTICLE IV - BOARD OF DIRECTORS

The number of directors shall not be less than three (3) nor more than nine (9). The number of directors shall always be an odd number within the range of directors permitted, i.e., 3, 5, 7 or 9.

ARTICLE V - MANAGEMENT OF CORPORATE AFFAIRS

The affairs of the Corporation shall be managed by the Board of Directors. A majority vote of the members of the Board shall control in all instances. The initial Board of Directors shall serve for a term of two years. The names and addresses of the initial directors are:

Blondelle Harris McGowan, 122 Gayle Avenue, Panama City,
Florida 32401 **CHAIR**

Toni Shamplain, 1915 Wilson Avenue G-6, Panama City, FL 32405
VICE CHAIR

Janice Lucas, 608 North Center Avenue, Panama City, Florida 32401
SECRETARY/ TREASURER

Anita Dillard, 1229 Dundee Lane, Lynn Haven, Florida 32444
Director

Albert D. Harris Jr, 3162 Wood Valley Rd., Panama City, Florida 32405
Director

After three years, the Directors shall be elected by a majority vote of the Members of the Corporation who are in good standing, for a term of one (1) year, at the annual meeting of the Corporation which shall be held at a time and place designated by the Board of Directors.

ARTICLE VI - REGISTERED AGENT

The name and Florida Street address of the Registered Agent is:

Blondelle H. McGowan, 122 Gayle Avenue, Panama City,
FL 32401

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

Toni Shamplain, 1915 Wilson Avenue G-6, Panama City,
Florida 32405

Article VIII- MEMBERSHIP

Membership qualifications shall be established by the Board of Directors. The Directors shall have the right to limit the number of members and to fix membership fees or dues. Admission of members shall be by majority vote of the Directors.

ARTICLE IX - OFFICERS

The Corporation shall have a Chair, a Vice Chair, a Secretary, and Treasurer. The officers and directors shall be appointed by a majority vote of the Board of Directors. Officers may hold more than one office. The initial officers of this Corporation are:

Blondelle Harris McGowan- Chair- 122 Gayle Avenue, Panama City,
Florida 32401

Toni Shamplain- Vice Chair – 1915 Wilson Avenue G-6, Panama
City, Florida 32405

Janice Lucas – Secretary/ Treasurer- 608 North Center
Avenue, Panama City, Florida 32401

The officers shall serve through the next annual meeting; the Board of Directors shall appoint officers to succeed those whose terms have expired at the following annual meeting. Initially, Officers' terms are for two years.

ARTICLE X - BY-LAWS

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

**ARTICLE XI - AMENDMENT
TO ARTICLES OF
INCORPORATION**

The Board of Directors must approve any amendment to these Articles of Incorporation. No action other than that of the Board is required to amend these Articles.

ARTICLE XII - DURATION

The period of duration is perpetual unless the Corporation is dissolved according to law.

ARTICLE XIII - CAPITAL STOCK

The Corporation shall have no stock and is not authorized to issue capital stock.

ARTICLE XIV - INCOME

The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended. The Corporation shall not make any investments in such manner as to subject it to tax under Section 34944 of the Internal Revenue Code of 1986, as amended. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended.

ARTICLE XV

The internal affairs of the Corporation shall be governed by the provisions contained in the Corporation's Bylaws. The Corporation shall be managed by the Chairman of the Corporation's Board of Directors, who shall be responsible for the day-to-day operation of the Corporation. Upon dissolution of the Corporation, any assets remaining after the satisfaction of all corporate liabilities shall be conveyed to such organization or organizations as shall be selected by the affirmative vote of a majority of the Directors, provided, however, that such organization must be recognized as exempt from federal income taxation under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purposes.

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 capacity.

Blondelle Harris McGowan
Signature/Registered Agent

12-03-09
Date

Joni Shampaw
Signature/Incorporator

12/03/09
Date