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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Pinellas Recovery Organizations United in Disaster**

|                       |         |
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April 13, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CARLTON FIELDS

SUBJECT: PINELLAS RECOVERY ORGANIZATIONS UNITED IN DISASTER (PROUD), INC.  
REF: W10000017901

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Remove the acronym from the corporate name. You can file using only one or the other.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H10000082924  
Letter Number: 510A00009018

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**ARTICLES OF INCORPORATION  
OF  
PINELLAS RECOVERY ORGANIZATIONS UNITED IN DISASTER, INC.**

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

**ARTICLE I**

**Name, Principal Place of Business, and Mailing Address**

The name of the Corporation is: Pinellas Recovery Organizations United in Disaster, Inc. The principal place of business and mailing address are: 5201 W Kennedy Boulevard, Suite 600, Tampa, FL 33609.

**ARTICLE II**

**Term of Existence**

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

**ARTICLE III**

**Purpose**

The Corporation is organized and shall be operated exclusively for charitable purposes, including, to lead an organized, efficient, and effective long-term recovery effort by providing assistance on a nondiscriminatory basis to disaster-impacted individuals and families in Pinellas County, who have unmet needs in the aftermath of a disaster, and making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code for the purposes stated in this Article III.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

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**ARTICLE IV****Members**

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

**ARTICLE V****Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 4221 W. Boy Scout Blvd., Suite 1000, Tampa, Florida 33607, and the name of its initial registered agent at such address is CFRA, LLC, a Florida limited liability company.

**ARTICLE VI****Directors**

The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors. The name and address of each initial director of the Corporation who shall serve until his successor is duly elected and qualified are:

**Name****Address**

Luis Rosa

c/o Salvation Army  
1400 4<sup>th</sup> Street South  
St. Petersburg, FL 33701

Katherine Benson

District Coordinator/ Disaster Recovery  
Pasadena Community United Methodist  
Church  
227 - 70th Street South  
St. Petersburg, Florida 33707

Sheri Taylor

c/o United Way of Tampa Bay  
5201 W Kennedy Blvd., Suite 600  
Tampa, FL 33609

**ARTICLE VII****Incorporator**

The name and address of the incorporator signing these articles of incorporation are:

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| <u>Name</u>    | <u>Address</u>  |
|----------------|---|
| David P. Burke | 4221 W. Boy Scout Blvd.<br>Suite 1000<br>Tampa, Florida 33607 |

**ARTICLE VIII**

**Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

**ARTICLE IX**

**Amendment**

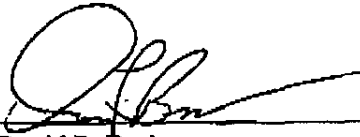
These articles of incorporation may be amended in the manner provided by law.

**ARTICLE X**

**Dissolution**

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

The undersigned incorporator has executed these articles of incorporation this 28th day of April 2010.

  
David P. Burke  
Incorporator


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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, I hereby accept the 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 duties and obligations of my position as registered agent.

Dated this 28th day of April 2010.

CFRA, LLC,  
a Florida limited liability company

By:   
David P. Burke

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