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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1 JUN 18 2010

COVER LETTER

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

SUBJECT: Downtown Credo, 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: Ben Hoyer
Name (Printed or typed)

2324 Harding St
Address

Orlando, FL 32806
City, State & Zip

407-333-0797
Daytime Telephone number

ben@downtowncredo.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
Downtown Credo, Inc.
A Non-Profit Corporation**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of The State of Florida, do hereby certify:

Article I: The name of the Corporation shall be Downtown Credo, Inc.

Article II: The place in this state where the principal office of the Corporation is to be located is the City of Orlando, Orange County.

The mailing address of the corporation:

2324 Harding St. Orlando FL 32806

Article III: The specific purposes for which this corporation is organized are:

The Downtown Credo will organize, publicize and execute service events in the downtown Orlando area. Those events will come from partnerships established with a select group of existing humanitarian organizations in the downtown area that are working locally to improve the community. The goal of this partnership will be for the Downtown Credo to serve the organization in order to broaden their capabilities. As a partner organization identifies areas of need, or opportunities for improvement the Downtown Credo will focus on identifying and mobilizing people and resources.

Said corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV: The manner in which the Directors are elected or appointed is as follows:

The Incorporator shall appoint the initial Directors. Future Director vacancies on the Board of Directors shall be filled accordingly: (a) the Board President / nominating committee shall nominate director candidates and a (b) quorum of a majority of the Board of Directors shall grant final approval. If the number of Directors then in office is less than a quorum, a vacancy on the board may be filled by approval a majority of the directors then in office or by a sole remaining Director. A person elected to fill a vacancy on the board shall hold office until the next election of the Board of Directors or until his or her death, resignation or removal from office.

Article V: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Name: Rev. Benjamin Hoyer Address: 2324 Harding St. Orlando FL 32806 - Pres.

Name: Dennis McGavock Address: 1314 Northridge Dr. Longwood FL 32750 - Treas.

Name: Edward Kaufholz Address: 4516 Albert Drive Winter Park, FL 32792 - Sec.

Name: Dexter Sanders Address: 2324 Harding St. Orlando FL 32806

Name: Angela Griner Address: 731 Braidwood Ln. Orlando, FL 32803

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Name: Aaron Moore Address: 3002 Patel Dr. Winter Park FL 32792

Name: Rev. Adam Barcott Address: 5554 Pitch Pine Dr. Orlando FL 32819

Name: Jack Elkins Address: 1017 S. Mills Ave., Orlando, FL 32806

Article VI: The Name and Address of the registered agent of this corporation is:

Name: Rev. Benjamin Hoyer Address: 2324 Harding St. Orlando FL 32806

Article VII: The Name and Address of the incorporator of this corporation is:

Name: Rev. Benjamin Hoyer Address: 2324 Harding St. Orlando FL 32806

Article VIII: 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 Third 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.

Article IX: 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.

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.

Benjamin D Hoyer 6/8/10
Benjamin D Hoyer - President/Executive Director Date

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the forgoing Articles of Incorporation are true.

Benjamin D. Hoyer 6/8/10
Benjamin D Hoyer - President/Executive Director Date

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