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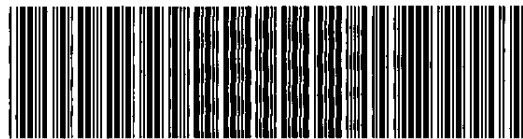
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2010 SEP -3 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers SEP 07 2010

COVER LETTER

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

SUBJECT: URBAN CAPITAL SOLUTIONS, 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: Tamara A. Felton, Esq.
Name (Printed or typed)

6538 1st Avenue North
Address

St. Petersburg, Florida 33710
City, State & Zip

727-345-6684
Daytime Telephone number

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

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TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION
OF
URBAN CAPITAL SOLUTIONS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned officers, natural persons competent to contract, for the purpose of organizing a not-for-profit corporation under the provisions of chapter 617 of the laws of the State of Florida, do hereby adopt the following Articles of Incorporation and certify as follows:

**ARTICLE I
Name and Principal Place of Business**

The name of this corporation ("the Corporation") shall be **URBAN CAPITAL SOLUTIONS, INC.**, and its initial principal place of business shall be 6538 First Avenue N., St. Petersburg, Florida 33710.

**ARTICLE II
Term**

This Corporation shall commence existence upon the date of signing of these Articles of Incorporation by the Incorporator and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III
Purpose and Powers**

This Corporation is organized exclusively for charity purposes within the meaning Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time (the "Code"), not for pecuniary profit, including the performance of the following activities exclusively for such purposes, except as restricted by Article XI herein:

- A. To promote community economic development.
- B. To carry on any and all lawful activities permitted to, and to exercise any and all powers conferred on, a corporation, not-for-profit, under the laws of the State of Florida as may be helpful or appropriate for the achievement of the foregoing goals and purposes; provided, however that the Corporation shall not engage in any activity which would be inconsistent with its classification as an organization described in Section 501(c)(3) of the Code or any equivalent section of the Code in effect at any time.

**ARTICLE IV
Registered Office and Registered Agent**

The street address of the initial registered office of this Corporation is 6538 First Avenue N., St. Petersburg, Florida 33710, and the name of the initial registered agent of this Corporation at that address is **Tamara A. Felton, Esq.**

**ARTICLE V
Members**

The sole member shall be Urban Development Solutions, Inc., a Florida not-for-profit corporation, or its successor in interest.

ARTICLE VI
Manner of Election of Directors

Management of this Corporation shall be vested in a Board of Directors of not less than five (5) members who shall be vested and who need not be members of the Corporation; provided, however, that the initial Board of Directors who shall serve until the first election of directors or until earlier, resignation, removal from office or death shall consist of four (4) members. The number, term of office, powers, authority and duties of directors, the time and place of meetings and other regulations concerning directors of the Corporation shall be prescribed in the Bylaws of the Corporation; provided, however, that the number of directors (after the first election of directors) shall never be less than five (5) and shall always be an odd number. Additional requirements of the Board of Directors may be implied under the Bylaws of the corporation. The names and street addresses of the initial members of the Board of Directors are:

Larry J. Newsome, Sr. 6538 First Avenue North St. Petersburg, Florida 33710	Chairman
Priscilla Williams 6538 First Avenue North St. Petersburg, Florida 33710	Treasurer
Tamara A. Felton, Esq. 6538 First Avenue North St. Petersburg, Florida 33710	Vice-Chairman
Charlotte Anderson 6538 First Avenue North St. Petersburg, Florida 33710	Secretary

ARTICLE VII
Officers

The officers shall be elected or appointed in accordance with the Bylaws of the Corporation.

ARTICLE VIII
Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE IX
Amendment

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the member. Other than under this Article IX, the member shall not have voting rights.

ARTICLE X
Incorporator

The name and street address of the Incorporator of the Corporation is as follows:

Larry Newsome
6538 First Avenue North
St. Petersburg, Florida 33710

ARTICLE XI
Restrictions and Interpretation

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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. The net earnings and assets of the Corporation may be distributed to its member provided such member is at that time a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code.

Section 2. Notwithstanding any other provision of these Articles of Incorporation to the contrary, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3. Notwithstanding any other provision of these Articles of Incorporation to the contrary, if at any time the Corporation shall be deemed to be a private foundation as defined by section 509 of the Code, then so long as the Corporation is deemed a private foundation, it shall not (a) as provided in Section 508(e) of the Code, fail to require its income for each taxable year to be distributed at such time and in such manner as to not subject the Corporation to tax under Section 4942 of the Code, (b) engage in any act of self-dealing as defined in section 4961(d) of the Code, (c) retain any excess business holdings as defined in Section 4963(c) of the Code, (d) make any investments in such manner as to subject the corporation to tax under Section 4944 of the code, and (e) make any taxable expenditures as defined in Section 4945(d) of the Code.

Section 4. No substantial part of the activities of the Corporation shall be carrying on 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 any candidate for public office.

Section 5. All references herein to the provisions of the Internal Revenue Code of 1986 shall include both amendments thereto and the corresponding provisions of any future federal tax code.

ARTICLE XII

Dissolution

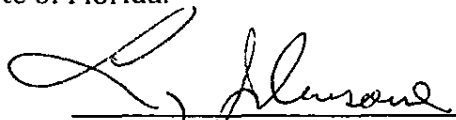
Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of the residual assets of the Corporation to its member, provided such member is an organization described in Section 501(c)(3). If not, the Board of Directors shall dispose of such residual assets exclusively for one or more of the purposes of the Corporation which may include distribution to any organization or organizations organized and operated exclusively for one or more of such exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall distribute all of the residual assets of the Corporation to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court 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 one or more of the purposes of the Corporation.

ARTICLE XIII

Headings and Captions

The headings or captions of these various Articles of Incorporation are inserted for convenience of reference only and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereto set her hand and seal this ____ day of September, 2010 for the purposes of forming this Corporation not for profit under the laws of the State of Florida.


Larry J. Newsome, Sr.
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCES MAY BE SERVED**

In compliance with Sections 617.0501, Florida Statutes, the following is submitted:

URBAN CAPITAL SOLUTIONS, INC. (the "Corporation") desiring to organize as a domestic corporation or qualify under the Laws of the State of Florida with its initial principal place of business at 6538 First Avenue N., St. Petersburg, Florida 33710, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent for URBAN CAPITAL SOLUTIONS, INC. (the "Company") at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 617.0503, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 1st day of September, 2010.



Tamara A. Felton, Esq.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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