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TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Second Chance Community Development of Vero Beach INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: JURIUS & GODWIN
Name (Printed or typed)

10302 SOUTH FEDERAL HWY. #126
Address

PORT SAINT LUCIE, FL 34952
City, State & Zip

772-708-8010
Daytime Telephone number

WWW.IVANCPOWELL@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

For

Second Chance Community Development of Vero Beach Inc.

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Article I

The name of the corporation shall be: Second Chance Community Development of Vero Beach Inc.

Article II

The duration of the corporation shall be perpetual.

Article III

Shares declaration of the corporation:

The corporation shall not be authorized to issue shares of common stock as a Not for Profit Organization.

Article IV

Name and Address of the incorporator is as follows:

Name: *Jurius and Goodwin Inc.*
Address: 10302 South Federal Highway
City, State: Port St. Lucie FL 34952

Article V

Name and address of Registered Agent is as follows:

Name: Bevohn Dougall
Address: 8075 98th Court
City, State: Vero Beach FL 32967

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TALLAHASSEE, FLORIDA

Article VI

The Registered agent has understood his/ her responsibilities in this position

It is understood that the Registered Agent shall be responsible to accept the service of all legal and or regulatory documents and or contracts whether it be originated from any governmental agency (ies) private organizations and or individuals.

Declaration:

I hereby state that my full and correct name is Bevohn Dougall and that I have accepted the position of Registered Agent. I further state that the responsibility of this position has been explained to me. I also further state that I have read and understood the narratives concerning the responsibilities of the Registered Agent. Upon the signing of this document by me means I have accepted this position and responsibilities thereof:

Dated 09/21/2010 and

Signed by 
Bevohn Dougall

Article VII

The Purpose of the Corporation:

Section 7.1 This corporation is being formed as a not-for-profit entity; primary function is to own, manage, and operate Assisted Living Facilities (ALF), to provide Management Services, to Mange Health Care Facilities, to own Real Estate, to rent, lease and to have and to hold properties for the purpose of achieving the objective of the corporation not to be excessive, to train and develop a team of Health Care professionals, to contract Health Care staffing Agencies to supply the necessary Human Resources to enable this entity to function efficiently. The Corporation shall enter into any legal deals to capitalized this entity to carry out it purpose to provide the best quality facilities for its residents.

Section 7.2 This Corporation shall provide social, economical, educational, and scientific training to children, youth, and adults in communities throughout the USA. Enter in fundraising services and management for and on behalf of other institutions for the financing of projects. This service shall include but not limited to grant development, writing and submission to various funding sources, business plan writing and development and submission to various funding sources, bond development, marketing and sales and management of grant writing and flows and appropriation of funds.

Section 7.3 The purpose for which the corporation is organized is for the transacting any and all lawful business for which corporations may be incorporated under the Florida Not for Profit Corporation Act and to distribute the whole or any part of the income there from and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended.

Section 7.4 The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which a Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain and such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations there under as the same now exist or as they may be hereinafter amended from time to time.

Section 7.5 No part of the net earnings of the Corporation shall inure the benefit of, or be distributed to, and Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting on or more of its purposes); and no Director or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets in dissolution of the Corporation.

Section 7.6 No substantial part of the activities of the Corporation shall be the carrying on of the propaganda, or otherwise attempting to influence legislation, and the Corporation she not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate fro public office.

Section 7.7 The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 7.8 The Corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent tax laws.

Section 7.9 The Corporation shall not retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

It shall also manage various multi-complex and apartment health care related buildings and other buildings, which provide section 8 subsidized affordable homes and the other low-income and middle class facilities as needed within communities. We shall also assist in the purchase, owned, leased, and or to hold real estate, and other assets. Enter in fundraising services and management for and on behalf of other institutions for the financing of projects. This service shall include but not limited to grant development, writing and submission to various funding sources, business plan writing and development and submission to various funding sources, bond development, marketing and sales and management of grant writing and flows and appropriation of funds.

Article VIII

Conflict of Interest: Policy:

The board of directors shall establish and construct a conflict of interest policy. This policy shall not allow any friends and or relatives of an official of the corporation to conduct business, which may be conflicted and or compromise their positions and or authority in the Corporation:

The conflict of interest policy shall include procurement cycle and administrative security process and procedures. The management shall ensure that sufficient security enforcement measures in place to prevent leakage and embezzlements.

Article IX

The Bylaws of the Corporation shall be ordered in pre-printed generic format. Upon receipt of the preprinted documents the board of directors shall ratify, and if necessary amend the bylaws to reflect the Corporation's aim, vision and objectives. The officers shall be appointed in accordance with the provision of the bylaws. The organizations shall operate in accordance with the Not – For –Profit guidelines and regulations of section 501(c) (3) of the Internal Revenue Code of 1986.

Intolerance of Discrimination: Policy:

This organization shall not tolerate discrimination of any kind, or form. i.e.: Against gender, sexual orientation, color, creed, handicap, age, race, tribe, language and or country of origin. Whenever the bylaw is ratified, it shall be adopted as the official and legal document of guidelines of the Corporation. This document shall be inserted in the official corporate outfit record as the official document of legal /administrative conduct of the corporation.

Article X

The Corporate Seal:

There shall be two corporate seals Ink and Inkless, which shall be ordered with a specimen impression of the name of the corporation "Second Chance Community Development of Vero Beach Inc." These seals shall be utilized for official use only, and shall represent "Approval" of documents by management and or the Board, and Chairman of the Corporation.

Article XI

The Formation of the Board of Directors:

The Board shall be formed at the initial meeting. The Board shall be formed in accordance with the bylaws of the Corporation. There shall be appointed a Chairman, President, Vice-President, Treasury, and Secretary at the initial meeting. Herein after it has been provided that the chairman will preside over all Board meetings.

The Chairman Function:

The Chairman shall set agendas for the company to be submitted at Board meetings; he/she is responsible for long term planning setting of priorities and direction of the company. He shall be responsible to inspire and direct the Board.

Names and Addresses Of Officers Of Corporation:

The President of the Corporation shall be: **William Dougall**
Address: 9611 U.S. Highway 1 #257
Sebastian Florida 32958

The Vice-President of the Corporation shall be: **Calvin Moment**
Address: 111 Mabry Street
Sebastian Florida 32958

The Treasurer of the Corporation shall be: **Alex Bradley**
Address: 1604 River Reach Drive Apt 93
Orlando Florida 32828

The Corporate Secretary of the corporation shall be: **Beverly Bradley**
Address: 6475 86th Lane
Wabasso Florida 32970

The Registered Agent of the corporation shall be: **Bevohn Dougall**
Address: 8075 98th Court

Vero Beach Florida 32967

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Article XII

The President shall be the Chief Executive Officer who is responsible for day-to-day efficient management and long-term goal attainment of Corporation:

The Vice-President shall be the Chief Operation's Officer of the Corporation, and shall be responsible for operation planning, growth, expansion, project development and efficient management.

Article XIII

The Treasurer shall be responsible for the financial matters of the Corporation and therefore he is the Chief Financial Officer. He shall be responsible for banking, bank reconciliation, monthly financial report, prepare all financial statements, tax preparation, submission with the state and federal branches, receipts, payments, balancing of the corporate books, budget, income, and expenses.

The Secretary shall be responsible for the ratification of all legal documents, contracts, and agreements, corporate record keeping, taking of notes at corporate, board meetings, scheduling, and to pend notices. To all board members informing them of the meeting s these notices should indicate the place, date, and time of meeting.

Article XIV

Address of the Corporation:
6526 86th Lane
Wabasso Florida 32970

In witness thereof: the under signed has EXECUTED This Document This Day
For and On Behalf of the incorporator Jurius and Godwin this 21 day of ~~August~~ ^{Sept} 2010

Signed by



Ivan C. Powell Officer of
Jurius and Godwin, Inc.