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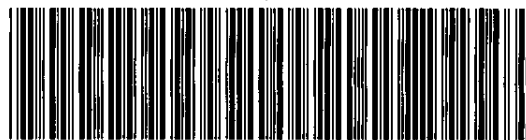
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11 JAN 24 AM 9:19

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

11 JAN 24 AM 9:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PK. 1/24/11

COVER LETTER

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

SUBJECT: The House of Levi Inc - (A faith-based Ministry)
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
Veteran Services & Outreach Ministries

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: Ernestine Burton-Randolph
Name (Printed or typed)

1021 Ave O, N.E.
Address

Winter Haven, FL 33881
City, State & Zip

863-293-9370
Daytime Telephone number

andycat31@netzero.net
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**

The House of Levi, Inc

A Florida "Not For Profit" Corporation

FILED

11 JAN 24 AM 9:42

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator of a Corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

Article I - The Corporation

**The name of this Corporation is: The House of Levi, Inc
(Herein after referred to as this "Corporation".)**

Article II - Principal Office

**The principal office of this 'Corporation' is located at 1021
Ave O., NE Winter Haven, FL 33881.**

Article III - Mailing Address

**The mailing address of this Corporation is 1021 Ave O.,
NE Winter Haven, FL 33881.**

Article IV - Registered Agent:

**The Registered Agent is Ernestine Burton-Randolph.
The address of the Registered Agent is 1021 Ave O., NE
Winter Haven, FL 33881.**

Article V - The Purpose

**The Corporation has been establish to serve as a conduit to
empower veterans; retirees and disabled veterans (male and female)
veterans who have been denied assess to resources that are available to
them that they might be restored, to regenerate, and to make whole
again their economic status, their environmental and cultural status,
their employability status, their self-esteem, their spiritual and physical**

well being; that they make become self-sufficient in society as an

individual and/or a family unit. Our purpose will be achieved in compliance with the requirements of Section 501(c)3 of the Internal Revenue Code of 1986as amend from time to time, (or corresponding provisions of any future United States Internal Revenue Law (the 'Code'). In furtherance of these purposes, the Corporation will be obligated:

- ❖ To provide intake and referral services to local, state, county and federal resources.
- ❖ To provide one on one completion of forms to acquire VA benefits, to request discharge status upgrade, to acquire spousal and survivors benefits, to receive copies of DD214 certifications.
- ❖ To acquire the Satellite medical vehicles from the Tampa VA Hospital to provide needed services monthly.
- ❖ To provide transportation to our veterans when needed for appointments of medical or mental health issues.
- ❖ To provide mental health counseling and treatment to help the women veterans to overcome psychological issues resulting from sexual trauma.
- ❖ To provide assessment evaluations and readjustment counseling to determine service referral needed.
- ❖ To provide spiritual counseling for everyday living and to encourage a daily walk with the Lord.
- ❖ To provide transitional housing from temporary to permanent situations for individual veterans and veterans with families
- ❖ To provide three meals each daily, free clothing and food pantry.
- ❖ To provide a daily shower, food and clean clothing to transient veterans.
- ❖ To provide employability assessment and referral to Vocational and Technical Center and/or post-secondary educational institutions.
- ❖ To provide assistance with job search, resume and cover letter writing via computer.
- ❖ To assist with Florida ACCESS benefits, Medicaid, Food Stamps; SSI Medicaid and SSA Medicare Benefits
- ❖ To conduct effective communication skills, employability skills, and financial planning workshops.
- ❖ To provide computer classes for all ages.
- ❖ To provide after school tutorial program for elementary, middle and secondary school veteran children
- ❖ To solicit funds and acquire property on the behave of the

Corporation by gift, bequest, devise, purchase or otherwise in conformity with the purposes and goals of the Corporation.

- ❖ To maintain a liaison with 'for profit and non-profit' organizations such as but not limited to the local VFW's, the American Legion's, AmeriCorp, AARP, Experience Works, Salvation Army, Polk County Schools, Polk Works/One Stop United Way, American Red Cross, Polk County Health Department, Polk Health Care, Tampa VA Office.
- ❖ To encourage private and public partnerships to increase our resources.
- ❖ To promote, facilitate, and assist in the growth and development of economic and employment opportunities in the Polk County and surrounding area.

Articles VI - Officers

Board of Directors:

- A. The Corporation shall have 3/5 Members on the Executive Board of Directors. Which consist of the Chief Executive Officer/President, the 1st and 2nd Vice Presidents.**
- B. The method of election of the Board of Directors shall be appointed only by CEO and Executive Board of Directors.**
- C. The name and addresses of the Board of Directors are:**

- (1). Ernestine Burton-Randolph,
C.E.O. - President
1021 Ave O., NE
Winter Haven, FL 33881**
- (2). Rosalyn T. Anderson-White, 1st V. President
2801 Lake Sunset Drive
Orlando, FL 32805**
- (3). Lester Alexander, 2nd V. President
11629 W. Monti Vista Road
Avondale, Az 85323**

(4). Miriam Wiley, Secretary
1421 7th Street S.W.
Winter Haven, Fl 33880

(5). Karen Hall, Treasurer
1000 Ohio Street
Orlando, FL 32805

(6). Samuell Pounds, Chaplain
2100 Ave T., NE
Winter Haven, FL 33881

Articles VII - Discrimination Policy

This Corporation does not discriminate on the basis of race, creed, national origin, color, gender, age, religion, disability, sexual orientation and marital or family status.

Articles VIII - Directors

The business and affairs of this Corporation shall be managed by the Executive Board of Directors being subject to Florida Law, the Articles of Incorporation, and these bylaws.

The Executive Board of Directors may delegate the management of the daily operation of the business of this Corporation to any committee or Officers(if needed), provided that the activities and affairs of this Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction and authority of the Executive Board of Directors.

Qualifications

Any person willing to volunteer their time to execute the office of directorship can be appointed by the Executive Board without regards to the discrimination policy set forth in these bylaws. The person must be 25 years

of age, a citizen of the United States of America, a registered voter, a person with similar passion and knowledge of the Mission, Objectives, and Goals of this Corporation.

Board Members

The Executive Board of Directors shall consist of 3/5 members which will be appointed by the C.E.O..

The General Board of Directors shall consist of not more than 6 members. The Executive Board with the majority votes shall appoint persons(s) to the General Board.

The General Board of Directors can consist of veterans (retirees, female, male, and disable veterans) and non military members.

Term of Directors

The Chief Executive Officer position continuously renewal every 5 years or as long as the Executive Board deems necessary. The Executive Board shall appoint a replacement in the event of death or sickness, in case of illness the current C.E.O. will remain as a consultant with all rights and authority deemed necessary to transact the day to day business of this Corporation as approved by the Executive Board.

The General Board members term of service is one year which can be renewed from the Executive Board. In the case of death or sickness the Executive Board will appoint another willing person to replace said person. The Executive Committee may receive nominations from the Board members or it may appoint a committee to seek out person(s) to replace the vacancy of a general board member seat. The Executive Board will set a time for the elections.

Any Executive Board or General Board member may withdraw from servicing on the Board at any time without explanation.

Removal from Directorship

Any Board Member can be removed from Office when the member is not acting in the best interest of this Corporation and/or his/her conduct is an embassament to this Corporation and the clients it is servicing.

A hearing will be conducted regarding the behavior displayed. A notice will be forward to the board member with a date and time this Corporation will conduct a meeting to solve the matter. The notice will be send (5) five business days before the meeting via certified U.S. Mail.

A majority vote of the Board Members will determine if the member remains on the Board. If an incident occurs more than 3 times of unacceptable behavior the member will be removed from servicing as a Board member with notice send via U.S mail without a hearing.

Any member who does not attend 3/4 of the meeting will be removed from the Board and advised as such via U.S. mail one week after the excessive absence meeting occurred.

Tele-Conference Meetings

Any meetings, special committee, or general meeting can be conduct via telephone. The reception must be clear and understood by all members.

Annual and Regular Meetings

The Executive Board of Directors shall hold (6) times per year. These meetings shall be held at such time and place as determined by the Executive Board. The meeting place can be at any place within Florida or the United States or deemed appropriate by the Exective Board of Directors. A notice will be mailed to the Members as to the place, date and and time of the meetings one week prior. A phone call reminder message within three (3) days of the meeting.

Special Meeting when necessary to solve an immediate problem or an emergency as deemed necessary by the Exective Board. A 24 hour verbal notice can be given or telephone call advising of the need to meet.

Waiver of Notice

Before, at or after any meeting of the Executive Board of Directors, any Executive Director may, in writing, waive notice of such meeting and such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by an Executive Director at any meeting of the Board of Directors, no notice shall be required and any business may be transacted at such meeting. To the extent permitted by law, any lawful action of the Executive Board of Directors may be taken without a meeting, if written consent to such action is signed by all Executive Directors and filled with the Minutes of the Board.

Quorum

Pursuant to Article VIII of the Articles of Incorporation, 1/3 of the Board (not counting vacancies) shall constitute quorum to conduct Corporation business. At Board meetings where a quorum is present, a majority vote of the Directors attending shall constitute an act of the Board of Directors, unless the Articles of Incorporation or any provision of these bylaws requires a greater number. Directors may not vote by a substitute.

Fee for Services

The Corporation shall not pay any General Board Member a salary for offering their service to this Corporation. Any and all expenses incurred by a Board Member for an activity sponsored by this Corporation, that Board Member will receive reimbursement. Prior approval is necessary by the Executive Board Members. At some point and time the Executive Board will provide special gifts to each Board Member for their service at the Annual Banquet of this Corporation.

Articles IX - Officers

The officers of the corporation shall consist of a President/C.E.O., Vice-President, Secretary, Treasurer and Chapel. The officers shall be selected from the members of the Executive Board and shall be voting members of this Corporation.

Selection of Officers

All Officers shall serve a one term. The Board of Directors shall elect

officers from the list of nomination given at the Annual Board Meeting or at the next regular meeting.

Vacancies

Any officer may resign at any time by giving a written notice to the Board, the President or Secretary without any explanation. An acceptance of the resignation is not necessary for it to be effective.

A vacancy in any office because of death, resignation, removal or any other cause shall be filled by appointment of the Executive Board. A list of candidates can be forwarded to the Executive Board for selection. A replacement can be replaced ASAP.

President/ Chief Executive Officer

The President shall be the Chief Executive Officer of this Corporation and will be subject to the control of the Executive Board of Directors and committees, supervise and control the affairs of this Corporation. The President/C.E.O. will perform all duties incident to such office and such other duties as may be provided in the bylaws or as may be prescribed from time to time by the Executive Board of Directors. The President/C.E.O. shall preside at all board meetings and shall exercise parliamentary control in accordance with Roberts Rule of Order.

Vice-President

The Vice-Presidents shall be the second officer in the chain of command and shall act in place of the C.E.O./President in the event of the Presidents' absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the Executive Board. The Vice-President shall also be chair of the Humane Resources Committee.

Secretary

The Secretary will keep minutes of all meetings, shall maintain this Corporation's records, shall give notices as required by law and these bylaws, and shall perform all duties of a clerical position. Notwithstanding

other duties required by the Articles of Incorporation and chair the Nominating and Bylaws Committee.

Treasurer

The Treasurer will have charge and maintain the funds of this Corporation. The Treasurer will oversee and supervise the financial business of this Corporation, give reports and accountings to the Directors as required by the Executive Board of Directors. The Treasurer will perform all duties as duly by this Corporation and as set forth in these bylaws.

Removal of Officer(s)/Board Member(s)

Any officer may be removed with cause by the Executive Board of Directors provided the officer to be removed has been notified in writing five (5) business days prior to the meeting to consider removal of such person(s).

Articles X - Informal Action

Waiver of notice

Whenever any notice is required to be given under the provisions of Florida Law, the Articles of Incorporation, or these bylaws; a waiver of such notice in writing signed by the person(s) entitled to notice, whether before or after the time stated in such waiver, will be deemed equivalent to the giving of such notice.

Action by Consent

Any action required by Florida Law or under the Articles of Incorporation or by these bylaws or any action which otherwise may be taken at a meeting of the Executive Board of Directors may be taken without a meeting if consent in writing, setting forth the action so taken, is signed in individual counter acts or collectively by all the Directors, in office and filed with the minutes of the proceedings of the Board.

Article XI - Committees

The standing Committees of the Corporation, as of the filing of these

bylaws are:

Executive Committee	Chair - C.E.O.
Nominating/Bylaws	Chair - Secretary
Humane Resources	Chair - Vice President(s)
Finance/Fund-raising	Chair - Treasurer

Appointment of Committees

The C.E.O. may when needed designate and appoint on or more standing committees as necessary. Such Committee shall consist of at least two or more Directors, and may also include other person(s) who are not on the Board of Directors with approval of the Executive Board of Directors.

The Committees shall have and exercise such as prescribed by the Executive Board of Directors. No Committee shall bind this Corporation to a contract or agreement, or expend this Corporation's funds unless specifically authorized to do so by the Executive Board of Directors. Minutes shall be kept of each meeting of any Committee and shall be filed with the Secretary of this Corporation as a matter of record. The Executive Director shall appoint a special Committee on an ad-hoc basis as appropriate to address specific issues, projects and/or opportunities.

Executive Committee

The C.E.O. and Vice Presidents constitute of the Executive Committee. The Executive Committee shall have the authority to act on behalf of the Corporation in the management of the affairs of this Corporation. The Executive Committee shall have the authority in reference to: filling vacancies on the Board, amending or repealing the Articles or Bylaws, fixing the compensation of the Chief Executive Officer for serving on the Board, and approving any self-dealing transaction. The C.E.O. shall act as chair of the Executive Committee.

Articles XII - Operations

Fiscal Year

The fiscal year shall begin October 1st thru September 31st.

Books and Records

This Corporation will keep correct and complete books and records; and will keep minutes of the proceedings meetings of the Board of Directors, the Executive Committee, and any Committees. The Corporation will keep at its principal place of business as register giving the names and addresses of the Board of Directors and offices of the Corporation, together with the original certified copy of the Articles of Incorporation and a copy of the bylaws, including all amendments to either document certified by the Secretary of the Corporation.

Inspection of Books and Records

All books and records of this Corporation may be inspected by any Board member or his agent or attorney, for any proper purpose at any reasonable time in written demand stating such purpose.

Execution of Documents

Otherwise provided by law, checks, drafts, and order of payment of monies of this Corporation shall be signed by at least two person the Treasurer and any one person from the Executive Board.

Any contracts, promissory notes, leased, or other instruments executed in the name of and on the behalf of this Corporation will be signed by the President (and/or any Executive Board Member) and countersigned by the Secretary.

No contract shall be valid unless it is authorized in advance or ratified after the fact by a properly adopted Resolution of the Executive Board of Directors.

Indemnity

The Corporation shall indemnify every person who is a director, officer, employee or agent of this Corporation and such person heirs and legal

representatives where such person is a party or is threatened with being made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, investigative or administrative, including all appeals by reason of the fact that such person is or was a member, director, officer, employee or agent of this corporation, or is or was serving at the request of this Corporation in any capacity, against expenses incurred in including attorney's fees, judgement debts, fines, penalties and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, if such person acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interest of this Corporation; and with respect to any criminal action or proceeding; had no reasonable cause to believe his/her conduct was unlawful.

The determination of any action, suit or proceeding by judgement, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the person did not act in good faith or in a manner which he/she reasonably believed to be in or not opposed to the best interest of this Corporation, or with respect to any criminal action, suit, or proceeding, that he/she had a reasonable cause to believe that his/her conduct was unlawful. The foregoing right of indemnification shall be in addition to all rights to which any such, director, officer, employee or agent may be entitled as a matter of law.

This Corporation shall carry directors and officers liability insurance with an insurance company authorized to transact business in the State of Florida in an amount approved by the Executive Board of Directors.

Borrowing of Capital

This Corporation is not a Lending Institution and will not act as such.

Article XIII - Code of Ethics

It is imperative to the success of this Corporation that there be as fully informed, responsive, and reasonable Board of Directors. To accomplish this end, each Board member shall conduct themselves at all times in the best interest of this Corporation. In this regard, each Board member shall

abide by the following “Code of Ethics.” No code or set of rules can be framed with particularized all the duties of a board member. The following code of ethics is adopted as a general guide, yet the enumeration of particular duties should not be translated as a denial of the existence of others equally imperatives, though not specifically mentioned:

- I. Each Board members shall put forth their best effort to attend all meetings and participate in the same.
- II. Each Board members shall not speak or create false information about this Corporation
- III. Each Board member shall conduct themselves in good behavior becoming a person of sound and sober mind.
- IV. Each Board Member is an agent representative of this Corporation and shall act in good faith toward this Corporation at all times.
- V. Any Board Member shall disclose any relationship to any financial Institution or Organizaion they might be a member of prior to this Corporation conducting business with that institution.
- VI. Each Board Member shall foster the goals and purpose of this Corporation and not disclose sensitive information without approval from the Executive Board.

Financial relationship includes, but is not limited to - any direct or indirect financial interest in the specific sale, lease or transaction, including a commission or fee, or share of the proceeds, the prospect of promotion, a profit, repayment of funds owed the individual by an assisted business, or/any other form of financial reward. “Family relationship” and “immediate family” includes:

- Husband or wife
- Father or Father -in- law
- Mother or Mother-in-law
- Brother or Brother - in -law
- Sister or Sister -in - law
- Son or Son -in-law
- Daughter or Daughter-in-law

Approval

The Executives Board of Directors may approve such a “self-dealing

transaction” if the they determines that the transaction is in the best interest of, and is fair and reasonable to, this Corporation and, after reasonable investigation under the circumstances, determines that this Corporation could not have obtained a more advantageous arrangement with reasonable effort under the circumstances. Such determinations must be made by the Executive Board in good faith, with knowledge of the material facts concerning the transaction and the Executive Director’s interest in the transaction, and by a vote of majority of the Executive Directors then in office, without counting the vote of the interested Director(s).

The Executive Board shall be charged with the responsibility of reviewing any allegations of any Board Member(s) violating this code or acting in any way, which is detrimental to the success of this Corporation and make recommendations to the full Board for final actions or dismissal from this Corporation.

Article XIV - Public Statements

No one has authority to make statements whether oral or written on the behalf of this Corporation except it is given by the Executive Board of Directors.

Article XV - Amendments

The Executive Board and the General Board Members may adopt Articles of Amendment (amending the Articles of Incorporation). Articles of Amendment must be adopted in accordance with Florida Law. The bylaws may be amended at any time by a vote of the majority of Directors at a meeting where a quorum is present.

Articles XVI - Dissolution

Upon dissolution of this Corporation, The Executive Board of Directors shall, after paying or making provision for payment of all the liabilities of this Corporation, dispose of all the assets of this Corporation exclusively for the purposes for which this Corporation was formed, or to such organization(s) organized and operated exclusively for charitable, educational, religious, testing for public safety, literary or scientific purposes as shall at that time qualify as an exempt organization(s) under

code Section 501(c)(3) and as an organization(s) described in Code Sections 170(c), 2055(a) and 2522(a), or to the federal government, or to a state or local government, for such public purposes as the Board shall determine.

Certification

I am the Incorporator submitting the Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S. I acknowledge that I have read the above "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this Corporation and every year thereafter to maintain "active" status.

Christen Burton Randolph 01-22-2011

Incorporator/Registered Agent

FILED
11 JAN 26 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA