

N 1100001044

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400189020524

01/31/11--01038--012 \*\*78.75

FILED  
2011 JAN 31 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers FEB 01 2011

January 27, 2011

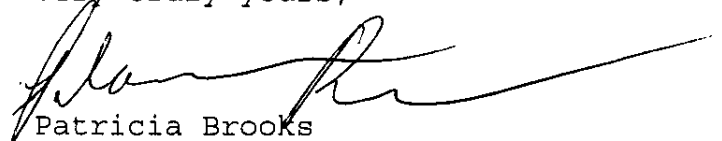
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: MAD MOMS: MOTHERS ON A MISSION, INC.

Dear Secretary:

Enclosed please find Articles of Incorporation. amendment. We also enclose a check for \$78.75 which includes \$8.75 for a certified copy. Thank you for your help.

Very truly yours,



Patricia Brooks  
President

csm

Enclosures

**FILED**  
2011 JAN 31 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
Mad Moms: Mothers on a Mission, Inc.  
A Florida "Not for Profit" Corporation**

2011 JAN 31 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

In compliance with the laws of the State of Florida, the undersigned do hereby voluntarily associate for the purpose of forming a corporation not-for-profit for the purposes and with powers set forth herein.

**ARTICLE I - NAME AND PRINCIPAL OFFICE**

The name of the corporation is Mad Moms: Mothers on a Mission, Inc. The principal office of the corporation shall be located at 6720 Royal Leaf Lane, Jacksonville FL 32244 but the Corporation may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors. The principal office shall also be the mailing and registered office address.

**ARTICLE II - TERM OF EXISTENCE**

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**ARTICLE III - PURPOSE AND POWERS**

The purposes of this corporation shall be exclusively charitable, religious, educational or scientific under Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Code or corresponding section of any future federal tax code.

The organization may undertake the following activities:

- A. To help low to moderate income families find ways for their children to be successful in careers and stay out of the criminal justice system.
- B. To establish a support system for parents of confined children to provide assistance in education and financial programs for low-income or minority youths and adults.
- C. For such purposes, the Corporation shall have and exercise the following authority and powers:

1. To have and to exercise any and all powers, rights and privileges which a corporation organized under the law of the State of Florida may now or hereafter have or exercise.
2. To do all things necessary or desirable to accomplish the purposes of the Corporation as the Directors of the Corporation may from time to time deem appropriate which are consistent with powers conferred upon a not-for-profit corporation under the laws of the state of Florida and the Internal Revenue Code.
3. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein, wherever situated.

#### **ARTICLE IV - POWERS - NO DISTRIBUTION OF GAIN**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 III. The Corporation is organized exclusively for charitable and educational purposes. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. No substantial part of the activities of the corporation shall consist of 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 any candidate for public office. Notwithstanding any other provision of these articles, this organization shall not except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation. Nor shall the corporation carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code or 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 V - REGISTERED AGENT**

The name and address of the initial registered agent and office of the Corporation is:

Patricia Brooks, 6720 Royal Leaf Lane, Jacksonville FL 32244.

## **ARTICLE VI - BOARD OF DIRECTORS**

The affairs of this corporation shall be managed by a Board of Directors. The number of Directors of the Corporation shall be not less than three (3); provided however that the Board of Directors may, from to time, increase or decrease the number of Directors, so long as the number of directors does not exceed nine (9). The method of election of the Board of Directors shall be in stated in the Bylaws. The names of addresses of the initial Board of Directors are:

Patricia Brooks, 6720 Royal Leaf Lane, Jacksonville FL 32244  
Autry B. Coleman, 3633 Lightview Lane, Jacksonville FL 32225  
Pecola S. Wells, c/o Patricia Brooks, 6720 Royal Leaf Lane, Jacksonville FL 32244

## **ARTICLE VII - OFFICERS**

Subject to the direction of the Board of Directors, the officers shall administer the affairs of this corporation as designated in the Bylaws. The names and addresses of the officers who shall serve until the first annual meeting of the Board of Directors are:

President - Patricia Brooks, 6720 Royal Leaf Lane, Jacksonville FL 32244

Vice President - Autry B. Coleman, 3633 Lightview Lane, Jacksonville FL 32225

Treasurer/ Secretary - Pecola S. Wells, c/o Patricia Brooks, 6720 Royal Leaf Lane, Jacksonville FL 32244

Such other officers may be authorized and elected pursuant to the Corporation Bylaws.

## **ARTICLE VIII - BYLAWS**

The Bylaws of the Corporation shall be adopted by the first Board of Directors, which Bylaws may be altered, amended, modified or appealed in the manner set forth in the Bylaws.

## **ARTICLE IX - AMENDMENTS**

The Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto. Written notice setting forth the proposed amendment or a summary of the changes to be effected by the amendment must be given to each director in the same manner as notice for the

meeting. Such amendment shall require the assent of a two-thirds majority vote of the directors present.

## **ARTICLE X - DISSOLUTION**

The Corporation may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the directors. Upon dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or any corresponding section of any future federal tax code or shall be distributed for a public purpose to the federal government, a state or local government or to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. The Circuit Court of the county in which the principal office of the organization is located, shall dispose of any assets not disposed of, exclusively for such purposes or to such organization(s) as said court shall determine is organized and operated exclusively for such purposes, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

## **ARTICLE XI - INDEMNIFICATION OF DIRECTORS**

A director shall discharge his or her duties as director, including his or her duties as a member of any committee:

- A. With good faith;
- B. With care an ordinarily prudent person in a like position would exercise under similar circumstances; and
- C. In a manner he reasonably believes to be in the best interests of the Corporation.

In discharging his or her duties, a director may rely upon information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by:

- A. One or more officers or employees of the Corporation whom the director reasonably believes to be reliable and competent in the matters presented;
- B. Legal counsel, public accountants or other persons as to matters the director reasonably believes are within the person's professional or expert competence;

C. A committee of the Board of Directors of which he is not a member, if the Director reasonably believes the committee merits confidence.

A director is not liable for any action taken as a director, or failure to take any action, if he performed the duties of his office in reliance on this provision.

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

#### ARTICLE XII - INCORPORATOR

The name and address of the incorporator is:

Patricia A. Brooks

These Articles of Incorporation are hereby executed by the incorporator on this Jan day of 126, 1998.

Patricia A. Brooks  
Incorporator

STATE OF FLORIDA ]

COUNTY OF DUVAL ]

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Patricia Brooks, who is personally known to me ~~known~~ or who has produced \_\_\_\_\_ as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this day of Jan 26, 2011.

Carol Miller

NOTARY PUBLIC STATE OF FLORIDA

Print Name: *Carol S. Miller*  
My Commission Expires:

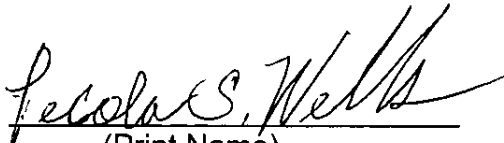




CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Mad Moms: Mothers on a Mission, Inc. desiring to organize or qualify  
under the laws of the State of Florida, with its principal place of business in the City of  
Jacksonville, County of Duval, State of Florida, has named  
Patricia Brooks, Jacksonville FL 322, as its agent to accept service  
of process within Florida.

  
(Print Name)

Secretary  
(Date)

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
(Print Name) Patricia A. Brooks  
(Date) J

**FILED**  
2011 JAN 31 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA