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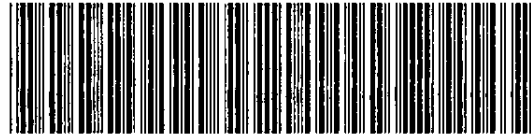
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J. Shivers FEB 28 2011

ARTICLES OF INCORPORATION
OF
INTERCESSION, INC.

The undersigned associate for the purpose of becoming a not for profit corporation under Chapter 617, F.S., (Not For Profit) laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a not for profit corporation.

ARTICLE I

NAME

The name of the not for profit corporation shall be INTERCESSION, INC.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The address of the initial principal place of business shall be:

1382 BROOKWOOD FOREST BLVD, # 805W

JACKSONVILLE, FL 32225

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ARTICLE III

PURPOSE

This not for profit is organized exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1996 or the successor provision of any future United States Internal Revenue Law. The purposes of the organization shall be to provide a positive nurturing environment where the youth can learn how to become productive citizens.

The vision of Intercession Inc. is to establish a supportive structured environment, continued education, strong family values and positive attitudes in our youth.

The above mission and vision of INTERCESSION, INC. will be achieved through the following:

Mentoring: This program provides structure and community based activities, after school tutoring, crisis intervention, and behavioral monitoring. The main purpose of the program is to provide the youth with some structure without direct supervision.

Tutoring: This program is to help Jacksonville's youth improve themselves and to guide them to the point that they will become independent successful learners.

F.C.A.T./ S.A.T./A.C.T. Readiness: This program will get our youth ready to take the Florida Comprehensive Assessment Test as well as the Scholastic Aptitude Test and the American College Test.

Basketball: Through this activity, the youth will engage in competitive sport where they will learn teamwork and sportsmanship. They will be able to compete in tournaments throughout the city and in our own Intercession Inc Tournament. Also we will be an AAU and USSSA certified traveling team.

Donations from individuals, institutions and governmental institutions will be devoted towards the organization's objectives.

To the end that the foregoing objectives and purposes and any related religious and charitable purposes may be carried out, performed and accomplished, this corporation shall have the power to engage only in such activities as shall not constitute business related to its charitable and educational purposes. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1996 or the successor provision of any future United States Internal Revenue Law. Subject to the foregoing limitations, this corporation shall have all of the rights and powers set forth in Section 617.0302, Florida Statutes.

ARTICLE IV

MANNER OF ELECTION OF DIRECTORS

The method or manner of the election of the Board of Directors shall be stated in the corporate by-laws.

ARTICLE V

INITIAL REGISTERED AGENT

The name and address of the initial registered agent for this corporation is

STEWART E BARNETT (PRESIDENT)
1382 BROOKWOOD FOREST BLVD
JACKSONVILLE, FLORIDA 32225

ARTICLE VI

INCORPORATOR

The initial incorporator of the corporation is

STEWART E BARNETT (PRESIDENT)
1382 BROOKWOOD FOREST BLVD
JACKSONVILLE, FLORIDA 32225

ARTICLE VII

DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed.

ARTICLE VIII
DISTRIBUTION

No part of the net earnings of the nonprofit shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the nonprofit 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 the purpose clause thereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the nonprofit 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 this document, the organization shall not carry on any activities not permitted to be carried on (a) by a nonprofit organization exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IX
DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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.

ARTICLE X
INITIAL DIRECTORS/ OFFICERS

STEWART E BARNETT (PRESIDENT)
1382 BROOKWOOD FOREST BLVD
JACKSONVILLE, FLORIDA 32225

UNDRAY MOULTRIE (V. PRESIDENT)
4131 WOODLEY CREEK RD
JACKSONVILLE, FLORIDA 32218

RUBY MENCER (SECRETARY)
8750 BURKHALL STREET
JACKSONVILLE, FLORIDA 32211

MUIGGAH MUHAMMAD (TREASURER)
530 ALDER STREET
JACKSONVILLE, FLORIDA 32206

DARYL BASS (TRUSTEE)
1763 ELLA STREET
JACKSONVILLE, FLORIDA 32209

ARTICLE XI
BY-LAWS

The initial by-laws of this corporation shall be adopted by the directors. By-laws shall be adopted, altered, amended or repealed from time to time by either the member or the board of directors, but the board of directors shall not alter, amend or repeal any by-laws adopted by the members if the members specifically provide that such by-law is not subject to amendment or repeal by the directors.

HAVING BEEN NAMED, as Registered Agent for this Corporation at the Registered officer designated in the forgoing Articles of Incorporation, the undersigned accepts the designation.

Dated on11.....day ofFeb....., 2011

.....Stewart E. Barnett.....
STEWART E BARNETT, Incorporator

.....Stewart E. Barnett.....
STEWART E BARNETT, Registered Agent

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