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SECRETARY OF STATE
DIVISION OF CORPORATION
11 MAR -1 PM 12:45

5:40 PM MAR 07 2011

COVER LETTER

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

SUBJECT: HOPE COMMUNITY DEVELOPMENT LEARNING CENTER, 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: Clifton H. Rodriguez, CPA
Name (Printed or typed)

3146 NW 68th Street
Address

Fort Lauderdale, FL 33309
City, State & Zip

(954)969-9380
Daytime Telephone number

crodzzz@bellsouth.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

Hope Community Development Learning Center, Inc.

FILED
OFFICE OF THE
CLERK OF THE
DIVISION OF CORPORATIONS
11 MAR - 1 PM 12:45

THE UNDERSIGNED, Dwaine Whitter, Executive Director/CEO of Hope Community Development Learning Center, Inc., a Florida not-for-profit corporation (the Corporation), for and on behalf of the Corporation, hereby executes these Articles of Incorporation for the Corporation:

Article No. 1: The name of the Corporation is Hope Community Development Learning Center, Inc.

Article No. 2: The Purpose of the Corporation

The Corporation was established for religious and charitable purposes within the meaning of Section 501(c)(3) of the *Internal Revenue Code* of 1986 (or the corresponding Section of any future U.S. Internal Revenue Law), including the making of distribution to organizations that qualify as exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future U.S. Internal Revenue Law).

The Corporation shall function as a community development corporation (CDC) which will provide educational and tutorial services to members of the greater Fort Lauderdale, Broward, Palm Beach, Miami-Dade communities as well as the state of Florida as specified in corporate charter of the organization. The corporation shall be an affiliated or subsidiary entity of Hope New Testament Church of God, Inc., which is recognized as a 501(c)(3) organization by the United States Department of the Treasury, Internal Revenue Service (IRS).

The purpose for which this Corporation is organized shall be limited to those which are strictly outlined above. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempted from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under.

The Corporation shall not engage, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

Articles of Incorporation

Of

Hope Community Development Learning Center, Inc.

Article No. 3- Powers the Corporation

The Corporation shall have all the powers granted to not-for-profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In the event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under, nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefits of any private individual.

Article No.4-Members of the Corporation

The Corporation shall composed of Christian ministers, lay persons, students and others who are willing to advance or help with the advancement of the organization's mission, goals and objectives. Members will not be required to pay any financial dues, but will have to volunteer their time in the performance of various services.

Article No.5-Term of Existence

The Corporation and its subsidiaries shall have perpetual existence, but shall discontinue operations if agreed upon by all members, and a $\frac{3}{4}$ majority vote of the Board of Trustees/Directors.

Article No.6-Officers, Trustees and Elections

There shall be an election every four years, known as one term for all officers and trustees. No member shall hold more than one office at a time, and no member shall be eligible to serve more than (1) term in the same office. If any officer should have to resign for any reasons, or retire prior to completion of their term of office, the President may appoint a qualified member to fill the unexpired term. Officers and trustees shall be elected or appointed as specified in the Corporation's bylaws. The following officers/trustees have been appointed to serve:

Articles of Incorporation

Of

Hope Community Development Learning Center, Inc.

<u>Name of Officer</u>	<u>Position</u>
1. Dwaine Whitter	President/Chairperson-Executive Board
2. Maxine Fletcher	Executive Vice President/Trustee/Director
3. Leonard Foreman	Chairperson/Board of Trustees/Directors
4. Zara Foreman	Trustee/Director/Registered Agent

Article No.7-The Executive Board

The officers/trustees of the organization shall make up the Executive Board. The Executive Board shall function as senior management of the Corporation. Members of the Executive Board will be appointed in accordance with the Bylaws. The Executive Board is the body charged with the management and responsibility for running the organization. The Board shall establish the objective of the organization and determine the policy for the development of said objectives. The Executive Board shall promote the organization, organize new chapters and serve as advisors for new chapter. When necessary this board shall duly transact business for the success of the organization.

Article No.8-The By-laws of the Corporation

The By-Laws of the Corporation shall be initially approved by a majority vote of the Executive Board and thereafter may be altered or rescinded by a majority vote of the Executive Board, or a majority vote of the members at the annual meeting of the Executive Board or the members, or at a duly called meeting of the Executive Board or members in accordance with the By-Laws.

Article No.9-Dissolution of the Corporation

Upon the liquidation or dissolution of the Corporation, its assets, if any, remains after the payment of all liabilities of the Corporation, shall be distributed to organizations that are organized and operated exclusively for religious purposes and is tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and the applicable rules and regulations there under. The organization to which the net assets will be distributed

Articles of Incorporation

Of

Hope Community Development Learning Center, Inc.

will be selected by the organization, or competent court in the County where the organization is located. No parts of the assets or net earnings, current or accumulated, of the Corporation or any of its subsidiaries shall inure to the benefit of any persons or group of individuals.

Article No. 10-Outside Executive Board

As soon as it is feasible, and if it becomes necessary, the Corporation shall appoint outside members to serve on the Executive Board. The outside Board members must be Christian men or women who qualify to be appointed to the positions, and shall govern in accordance with the Bylaw of the Corporation.

Article No. 11-Corporate Mailing Address & Principal Office

The principal office and/or mailing address of the Corporation will be c/o Leonard D. Foreman 6000 Kimberly Blvd, North Lauderdale, Florida 33068. This will be the corporate mailing address until such time as the Executive Board agrees to change the mailing address.

Article No. 12-Prohibition

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 person, 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 purpose set forth in the preceding articles hereof. Notwithstanding any other provision of these articles, this organization shall not carry on any activities permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

Article No. 13-Incorporator(s)

The name and address of the subscriber(s) to these articles of incorporation are listed below:

Leonard D. Foreman
6000 Kimberly Boulevard
North Lauderdale, Florida 33068

Certificate of Designation of Registered Agent/Registered Office

PURSUANT TO THE PROVISION OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The Name of the Corporation is **Hope Community Development Learning Center, Inc.**
2. The name and address of the registered agent and office are as follows:

Mr. Leonard D. Foreman
6000 Kimberly Boulevard
North Lauderdale, Florida 33068

Having been named as registered agent and to accept service for the above state corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



(Signature of Registered Agent)

Incorporator/Registered Agent

2-25-2011

Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAR - 1 PM 12:45