

N13000001450

**LAWRENCE HUTCHERSON**

1405 Saint Johns Avenue  
Palatka, Florida 32177

(Address)

(City/State/Zip/Phone #)

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☐ WAIT

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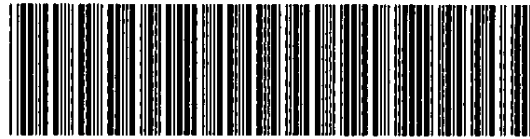
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TALLAHASSEE, FLORIDA

3 Burch Feb 13 2013



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 29, 2013

LAWRENCE HUTCHERSON  
1405 ST JOHNS AVE  
PALATKA, FL 32177

SUBJECT: RUN YOUR RACE FOUNDATION, INCORPORATED  
Ref. Number: W13000005603

We have received your document for RUN YOUR RACE FOUNDATION, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 613A00002187

ARTICLES OF INCORPORATION

FOR

**RUN YOUR RACE FOUNDATION, INC.**  
(A CORPORATION NOT FOR PROFIT)

**Article I**  
(Name)

**RUN YOUR RACE FOUNDATION, INC.**  
Hereinafter referred to as the "Corporation."  
(A CORPORATION NOT FOR PROFIT)

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**Article II**  
(Status)

The Corporation is organized pursuant to the provisions of the General Nonprofit Corporation Law of the State of Florida and is a Corporation not for profit.

**Article III**  
(Principal Office)

The principal office for the transaction of business of this Corporation is  
**1405 SAINT JOHNS AVENUE, PALATKA, FLORIDA 32177**

**Article IV**  
(Duration)

The duration of this Corporation shall be perpetual.

**Article V**  
(Purpose and Powers)

The purposes of which this Corporation is formed are exclusively charitable, scientific, educational, social, literary and economic purposes, and will consist of the following:

A. The Specific and primary purposes are:

(1) To raise the economic, educational and social levels of the residents of Putnam County, including members of the moderate, low, and very low income community, who are

substantially unemployed, underemployed, or whose income is below federal poverty guidelines, to foster and promote community-wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; and (c) racial tensions, prejudice, and discrimination, economic and otherwise, any be eliminated; and (d) need for establishing and fostering additional availability of affordable housing.

(2) To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises in economically depressed areas; to assist said residents and groups in developing entrepreneurial and management skills necessary for the successful operation of business enterprises; and to assist said residents and groups in obtaining financial support from other sources.

(3) To expand opportunities available to said residents and groups to obtain adequate low-cost housing accommodation by constructing, rehabilitating, and providing decent, safe, and sanitary housing for persons and families of low-income who otherwise is not be able to find or afford a suitable place to live. It is this purpose of the Corporation thereby to relieve the poor, distressed, underprivileged and indigent by enabling them to secure the basic human needs of decent shelter and to thus lessen the burdens of government and promote the social welfare. To provide such housing through rehabilitation of existing substandard buildings and constructions of new facilities in the place of brightened structures or brightened vacant sites for the purpose of combating the deterioration of the community and contributing to its physical improvements.

(4) To aid, support and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which endures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is for carrying on propaganda, or otherwise attempting to influence legislation.

(5) To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizational of any kind or nature, such as corporations, firms associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

B. In furtherance, but not in limitation, of the foregoing charitable, educational and scientific purposes, the Corporation shall have the following powers:

(1) To solicit, collect and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest,

expend, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purpose above mentioned.

(2) To borrow money, and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations for monies borrowed, or in payment for property acquired or for any of the purposes of the Corporation, and to secure payment of any such obligation by mortgage, pledge, deed indenture agreement or other instrument or trust, or by other lien upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the Corporation.

(3) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares, of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible, all as the Corporation's Board of Directors shall deem advisable and as may be permitted by law.

(4) To engage in activity of operation business ventures for the purposes of providing job training, employment services, and managerial development opportunities to said residents for the charitable purpose of furthering the economic development of the community.

(5) To hire and fire employees and to contract for outside services at the will of the Corporation.

(6) To engage in any and all activities that will directly or indirectly improve the welfare and economic conditions of said residents and groups.

(7) To exercise all rights and powers conferred upon corporations formed under the General Nonprofit Corporation Law of the state of Florida provided, however, that the Corporation shall not engage in any activities or exercise any powers, including those specifically mentioned herein, that are notion furtherance of the specific and primarily charitable, educational and scientific purposes of the Corporation.

(8) The operation of said Corporation shall also include the concerns of:

- A. Transportation
- B. Promotions and advertisements
- C. Entertainment
- D. Historical Preservation
- E. Housing (land acquisitions, new construction, renovations, vouchers, subsidies, infrastructures, planning and maintenance.)
- F. Economic development - Business planning, and Start-up counseling, etc.
- G. Elderly Assistance
- H. Consumer Credit and Financial Counseling

- I. Social Services Referrals
- J. Legal Services Referrals
- K. Communications
- L. Quality Control and General Management
- M. Training
- N. Education and Research
- O. Recreation, Nutrition and Health
- P. Environmental
- Q. General Information System.

C. All of the foregoing purposes and powers shall be exercised exclusively for charitable and educational purposes in such manner that the Corporation shall qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 as it is currently and shall hereafter be in force and effect.

## **Article VI (Restrictions)**

A. 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, any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these activities not permitted to be carried on by a corporation exempt from federal and state income taxes under Section 501 (c) (3) of the Internal Revenue Code of 1954 as the same may be amended from time to time.

B. The Corporation is formed solely for charitable, educational and scientific purposes. The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, or dividends to the Directors, officers, or Members thereof, or to any individual, except that the Corporation shall be authorized and empowered to pay any reasonable compensation for services rendered and the make payment and distribution in furtherance of its specific and primary purposes. The property, assets, profits, and net income of the Corporation are irrevocable dedicated to charitable, educational and scientific purposes, and no part of the profit or net income of the Corporation shall endure to the benefit of any individual.

## **Article VII (Organization)**

A. The affairs of this Corporation shall be managed by the Officers of the Board of Directors who shall be elected at the first general meeting and who shall serve in this capacity

until their successors are qualified and elected as spelled out in the Corporate By-Laws. The names and addresses of the subscribers of the Corporation and initial Board of Directors who shall serve until the election of their successors are:

**B. Directors**

The manner in which Directors shall be chosen and removed from office, through qualifications, powers, duties, compensation, if any, tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of the Board of Directors, shall be as stated in the By-Laws of this Corporation. The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successors in office shall be elected and duly qualified.

**DIRECTOR PRESIDENT/CHAIRMAN**

**1. AARON D. ROBINSON JR.**

109 Nicole Drive  
Palatka, Florida 33612

**DIRECTOR SECRETARY**

**2. AUDREY L. BOONE**

122 North Tenth Street  
Palatka, Florida 32177

**DIRECTOR, ASSISTANT SECRETARY**

**3. CHRISTINE HUDSON**

2812 Neale Street  
Richmond, Virginia 23223

**DIRECTOR TREASURER (FINANCE COMMITTEE CHAIRMAN)**

**4. ERNEST ROBINSON, Founder**

501 West 11th Street, Suite 621  
Wilmington, Delaware 19801

**DIRECTOR (MEMBER)**

**5. ARTHUREE ELLIS**

1033 Belvoir Lane  
Virginia Beach, Virginia 23464

**DIRECTOR (MEMBER)**

**6. ETHEL PORTER**

2424 Lakewood Avenue  
Chesapeake, Virginia 23326

DIRECTOR (MEMBER)

7. **STEVEN J. BELL**

1500 Ocean Street  
Palatka, Florida 32177

DIRECTOR (MEMBER)

8. **JEFFRY MCGRIF**

1717 Bronson Street  
Palatka, Florida 32177

DIRECTOR (MEMBER)

9. **LAWRENCE HUTCHERSON**

1405 Saint Johns Avenue  
Palatka, Florida 32177

#### **CONSULTANT/RESEARCH COORDINATOR**

The board of directors will select an individual or assign a current Board Member for this position, or create a contract for independent services.

The board of directors is elected at the annual meeting.

#### **ARTICLE VIII – OFFICERS**

The names of the initial officers of this Corporation are identical with the Board of Directors

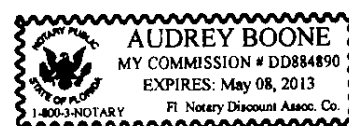
#### **ARTICLE IX – INCORPORATOR**

The name and mailing address of the incorporator to these Articles of Incorporation is  
**LAWRENCE HUTCHERSON**, 1405 Saint Johns Avenue, Palatka, Florida 32177

**STATE OF FLORIDA**  
**COUNTY OF PUTNAM**

**I HEREBY CERTIFY** that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Lawrence Hutcherson, also personally known to me known to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed and subscribed to these Articles of Incorporation.

  
**LAWRENCE HUTCHERSON**





WITNESS my hand and official seal in the state and county named above this 21<sup>st</sup> day of October 2013

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Palatka, County of Putnam, and State of Florida, has named **LAWRENCE HUTCHERSON** as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping upon said office.

  
LAWRENCE HUTCHERSON

Registered Agent

1405 SADAT JOURNAL AVE  
PALATKA, FL. 32177

ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended by a majority vote at the annual meeting or at a special meeting called for that purpose.

**Article XI**  
**(Winding Up and Dissolution)**

Upon winding up and dissolution for the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to an organization and used exclusively to accomplish the primary purposes for which this Corporation is organized. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as directed by decree of the Circuit Court of the County in which the Corporation's principal office is located, upon petition by the Attorney General, or by any persons concerned in the liquidation in a proceeding to which the Attorney General is a party. No member, Director, Officer or private individual shall be entitled to share in the distribution on any of the assets upon such dissolution.

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TALLAHASSEE, FLORIDA