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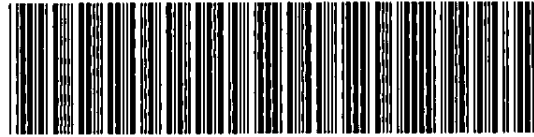
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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13 FEB 27 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-28-13
10

COVER LETTER

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

SUBJECT: PICO Florida Action Fund, 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: Jennifer Blohm
Name (Printed or typed)

131 N. Gadsden Street
Address

Tallahassee, FL 32301
City, State & Zip

850-878-5212
Daytime Telephone number

malayoubi@piconetwork.org
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
PICO FLORIDA ACTION FUND, INC.

FILED
13 FEB 27 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following articles of incorporation and states as follows:

ARTICLE I
Name and Principal Place of Business

The name of the corporation is "PICO Florida Action Fund, Inc." The initial principal place of business is 3000 Gulf-to-Bay Boulevard, Suite 503, Clearwater, Florida 33759.

ARTICLE II
Duration

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III
Purposes

The purposes for which this corporation is created and maintained shall be exclusively for the promotion of social welfare and no activities which are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be permitted.

The corporation shall have the following specific powers:

- (1) To gather, analyze and disseminate data and information and to educate citizens on efforts to eliminate of poverty; to increase economic opportunity for disadvantaged populations in Florida; to engage people of faith in efforts to eliminate poverty; to

promote civic engagement and participation; and, to advocate for legislation and policies which will further the corporation's stated goals;

- (2) To serve as a core organization to bring together citizens, governmental agencies and representatives of other organizations which have the common goals stated above;
- (3) To conduct fundraising activities for the production of revenues adequate to carry out the purposes of the corporation;
- (4) To employ staff, consultants, attorneys and accountants to ensure that all regulatory provisions are abided and the corporation's goals are achieved;
- (5) To exercise powers permitted by Florida law for a corporation not for profit;
- (6) To create a ballot initiative political committee pursuant to Chapter 106, Florida Statutes, or the corresponding section of any later adopted statutes, if it is determined that a ballot initiative political committee will further the goals of the corporation;
- (7) To conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended.

ARTICLE IV **Restrictions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, members and other private citizens and to make payments and distributions in furtherance of the purposes set forth in Article III, hereof and to pay or reimburse

the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

ARTICLE V
Members

The incorporator shall be the initial member of the corporation and shall serve as Chairman of the initial Board of Directors of the corporation.

Other classifications of membership may be established by the Board of Directors as provided in the by-laws of the corporation and may consist of separate categories of membership, each with different rights and responsibilities.

ARTICLE VI
Resident Office and Agent

The street address and city of the registered office of the corporation is:

3000 Gulf-to-Bay Boulevard, Suite 503
Clearwater, Florida 33759

The name of the initial registered agent at such address is Kevin King.

ARTICLE VII
Board of Directors

The number of persons constituting the Board of Directors of the corporation shall be established in the by-laws, but shall not be less than three (3). The by-laws shall provide the process for the selection of Directors; provided, however, the initial Directors of the corporation shall be:

Mrs. Faith C. Seabrooks, Chair
545 Charles Court
Orlando, Florida 32805

Reverend Errol Thompson
3239 Old Winter Garden Road
Orlando, Florida 32805

Pastor Michael Collins
5820 Montgomery Avenue
Pensacola, Florida 32526

There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the by-laws. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore.

The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as may be from time to time be determined necessary and appoint the membership on such committees.

ARTICLE VIII **Officers**

The corporation shall have at least the following Officers – President/Chair, Treasurer and Secretary – and such other Officers as may be provided for in the by-laws. The manner of selection of Officers shall also be provided for in the by-laws; provided, however, the initial officers shall be:

Mrs. Faith C. Seabrooks, President/Chair
545 Charles Court
Orlando, Florida 32805

Reverend Errol Thompson, Treasurer
3239 Old Winter Garden Road
Orlando, Florida 32805

Pastor Michael Collins, Secretary
5820 Montgomery Avenue
Pensacola, Florida 32526

An individual may hold more than one office in the corporation. Duties of Officers shall be described in the by-laws.

ARTICLE IX
Indemnification of Officers and Directors

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

ARTICLE X
Non-Stock Basis

This corporation is organized on a non-stock basis.

ARTICLE XI
Dissolution

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

ARTICLE XII
Amendments

These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

ARTICLE XIII
Incorporator

The name and address of the original incorporator of this Corporation are as follows:

Mrs. Faith C. Seabrooks
545 Charles Court
Orlando, Florida 32805

IN WITNESS WHEREOF, I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

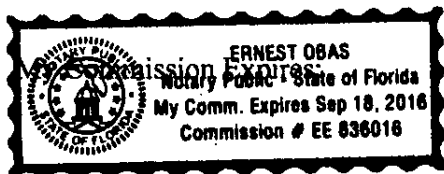

FAITH C. SEABROOKS
INCORPORATOR

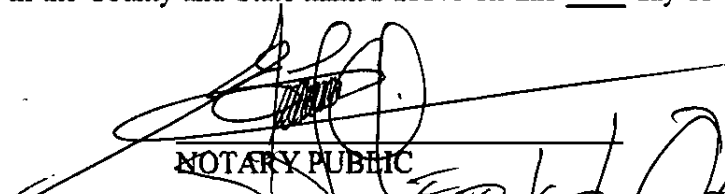
VERIFICATION

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this ____ day of February, 2013, by Faith C. Seabrooks, who is ☐ personally known to me or ☐ has produced satisfactory evidence of identification.

WITNESS my hand and seal in the County and State named above on this ____ day of February, 2013.

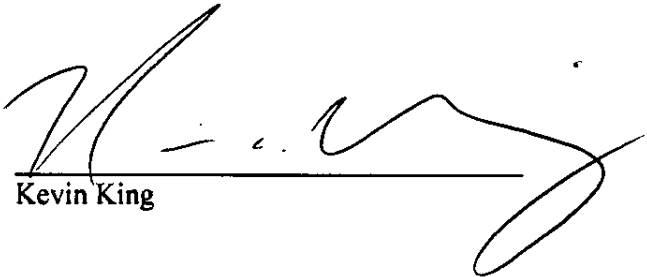



NOTARY PUBLIC
Notary Public: ERNEST OBAS
Printed Name

(Type of Identification Produced: FL DL)

ACCEPTANCE BY REGISTERED AGENT

Kevin King, the Registered Agent named in the foregoing Articles of Incorporation, by the execution of this acceptance, does hereby agree to accept service of process for the above stated corporation at the place designated in this certificate, that I am familiar with and accept the appointment as registered agent and agree to act in this capacity and agree to maintain normal business hours at the following address: 3000 Gulf-to-Bay Boulevard, Suite 503, Clearwater, Florida 33759.


Kevin King

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13 FEB 27 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA