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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 FEB 26 AM 11:08

February 22, 2013

Florida Dept. of State

Division of Corporation

RECEIVED  
13 FEB 26 AM 11:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: Renaming of EUGENA'S SECOND CHANCE REENTRY LLC INC

REF. Number W13000009005

Thank you for bring this matter to my attention. I have chosen the name as follows:

EUGENA'S SECOND CHANCE REENTRY INCORPORATED. Again I want to thank you for bring this to my attention.

Eugena Johnson

1240 NE. 21<sup>st</sup> street

Gainesville, FL 32641

PH. 352-256-1553



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 13, 2013

EUGENA JOHNSON  
1240 NE 21ST ST  
GAINESVILLE, FL 32641

SUBJECT: EUGENA'S SECOND CHANCE REENTRY LLC INC.  
Ref. Number: W13000009005

We have received your document for EUGENA'S SECOND CHANCE REENTRY LLC INC. and your check(s) totaling \$78.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Bylaws are not filed with this office. Please retain them for your records.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return 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.

Pamela Smith  
Regulatory Specialist II

Letter Number: 213A00003586

**Articles of Incorporation**

**In Compliance with Pursuant to Chapter 607 or 621 F.S., Not for Profit**

13 FEB 26 AM 11:08

**ARTICLE 1**

The name of the Corporation is Eugena's Second Chance Reentry Incorporated

**ARTICLE 2**

**PURPOSE OF CORPORATION**

Said organization is organized exclusively charitable, religious, educational, public benefit and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE 3**

**ARTICLE II: PRINCIPAL OFFICE**

1240 NE 21<sup>st</sup> Street  
Gainesville, Florida 32641

**ARTICLE 4**

At all times shall the following operate as conditions restricting the operations and activities of the corporation?

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization 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 purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, 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 5- DURATION**

The duration of the corporate existence shall be Perpetual.

## **ARTICLE 6- MEMBERSHIP/BOARD OF DIRECTORS**

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation.

## **ARTICLE 7 - DIRECTORS**

The directors shall be elected by a majority vote of the members of this corporation.

## **ARTICLE 8- TERM OF EXISTENCE**

This corporation shall have perpetual existence.

## **ARTICLE 9- CAPITAL STOCK**

This corporation shall have no capital stock and shall be composed of members rather than stockholders.

## **ARTICLE 10- QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the bylaws of the corporation.

## **ARTICLE 11- VOTING RIGHTS**

Members of the corporation will have such voting rights as are provided in the bylaws of the Corporation.

## **ARTICLE 12- LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

## **ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT**

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

Dr. Vivian Tinker  
1635 NE 28<sup>th</sup> Avenue  
Gainesville, Florida 32609

## **ARTICLE 14 - PRINCIPAL OFFICE**

The address of the principal office and the mailing address of this corporation are;  
1240 NE 21<sup>st</sup> Street  
Gainesville, Florida 32641

### **ARTICLE 15 - INCORPORATOR**

The name and address of the incorporator of this corporation is;

**Ms. Eugena Johnson**  
1240 NE 21<sup>st</sup> Street  
Gainesville, Florida 32641

### **ARTICLE 16 -AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the voting members, and approved at a members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

### **ARTICLE 17- INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the corporation against liability.

If authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding.

The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee, or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee, or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner.

If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, administrators, executors, and personal representatives of such persons.

#### ARTICLE 15- COVENANT NOT TO SUE

The Corporation agrees that it will never institute any action or suit at law or in equity against any director or officer of the Corporation, nor institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action, or cause of action for damages, costs, loss of services, expenses, or compensation for or on account of any damage, loss or injury to person or property, or both, whether developed or undeveloped, resulting or to result, known or unknown, past, present, or future, arising out of a director or officer of the Corporation's service to the Corporation.

#### ARTICLE 17- DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal officer of the corporation is then located, exclusively for such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The incorporator(s) <sup>10 OFFICERS</sup> of this corporation is/are: President:  
Ms. Eugena Johnson  
1240 NE 21<sup>st</sup> Street  
Gainesville, Florida 32641

Registered Agent – Vice-President  
Dr. Vivian Tinker  
1630 NE 28<sup>th</sup> Ave  
Gainesville, Florida 32609

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The undersigned incorporator(s) certify (ies) that she/he/they execute(s) these articles for the purposes herein stated.

Eugena Johnson 2/7/13  
Signature Incorporator Date

Dr. Vivian Tinker 2/7/13  
Signature Registered Agent Date