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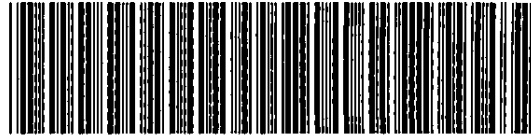
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W14000009430



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 FEB 27 PM 4: 29

gr 3/5/14

COVER LETTER

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

SUBJECT: Perdido Bay Coalition of Churches, 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: Lisa Crowdus
Name (Printed or typed)

16420 Innerarity Point Road
Address

Pensacola, FL 32507
City, State & Zip

251-391-2380
Daytime Telephone number

crowdus4@cox.net
E-mail address: (to be used for future annual report notification)

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NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
14 FEB 27 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 12, 2014

LISA CROWDUS
16420 INNERARITY POINT ROAD
PENSACOLA, FL 32507

SUBJECT: PERDIDO BAY COALITION OF CHURCHES, INC.
Ref. Number: W14000009430

We have received your document for PERDIDO BAY COALITION OF CHURCHES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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.

DONE

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

Thank you!

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 714A00003244

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Perdido Bay Coalition of Churches

EIN: 46-4146772

FILED
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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

14 FEB 27 PM 4: 29

OF

PERDIDO BAY COALITION OF CHURCHES, INC.

A Not-For-Profit Corporation

The undersigned incorporators, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under Chapter 617, Florida Statutes, and do adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME AND MAILING ADDRESS OF THE CORPORATION

The name of the corporation is Perdido Bay Coalition of Churches, Inc., and the mailing address for the corporation is 13660 Innerarity Point Road, Pensacola, FL 32507.

ARTICLE II.

DURATION

This corporation shall exist perpetually, commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PRINCIPAL PLACE OF OPERATION

The principal geographic location of the corporate business or activities shall be Perdido Bay Coalition of Churches, Inc at 13660 Innerarity Point Road, Pensacola, FL 32507.

ARTICLE IV.

PURPOSE

The purposes of this corporation are:

- a. To provide food, clothing, personal hygiene, and medical assistance, if needed, to those individuals who are homeless or economically disadvantaged.
- b. To provide for the spiritual needs of those who have been assisted in meeting their physical needs as stated in (a) above.
- c. To accomplish such other religious, scientific or educational purposes, consistent with the above purposes, as are approved by the board of directors, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of the United States of America, as it may be amended from time to time.
- d. To exercise all of the powers enumerated in Chapter 617, Florida Statutes, as they may be amended from time to time, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers enumerated which are not in derogation of the laws of the State of Florida of the United States of America; provided, however, that the corporation, in exercising any one or more powers, shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code of the United States of America, as it may be amended from time to time.

ARTICLE V.

ACTS AFFECTING NON-TAXABLE STATUS PROHIBITED

This corporation is organized exclusively for religious, educational, scientific and charitable purposes as a not-for-profit corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States of America, and its activities shall be conducted for such purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

1. The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding section of any future federal tax code.
2. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax code.
3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax code.

4. The corporation shall not make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax code.
5. The corporation shall not make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, 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 VI.

DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) and 170(c)(2) 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. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction over the value of the assets in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VII.

NON-STOCK CORPORATION

This corporation is organized on a non-stock basis.

ARTICLE VIII.

MEMBERSHIP, INITIAL MEMBERS

The authorized number and qualifications of the members of the corporation, the manner of their admission, procedures for replacing members, the voting and other rights and privileges of members shall be set forth in the Bylaws. The initial members of the corporation shall be the following four persons: Paul Astles, Lisa Crowdus, Vicki Pierce and Joe Vlcek.

ARTICLE IX

PERSONAL LIABILITY

No member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE X

BOARD OF DIRECTORS

The corporation shall be directed by a board of directors, which shall have all of the powers granted to a board of directors under Chapters 607 and 617, Florida Statutes, as they may be amended from time to time, to the extent that such powers are not in conflict with the Articles of Incorporation. Each member of the corporation shall be a member of the board of directors by virtue of being a member of the corporation. In no event shall the board of directors consist of

fewer than three directors. The directors shall be elected as provided for in the Bylaws.

ARTICLE XI.

INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of four directors, listed below.

The number of directors may be increased by the members. The names and addresses of the initial board of directors are:

Paul Astles
5526 Navaho Drive
Pensacola, FL 32507

Lisa Crowdus
16420 Innerarity Point Road
Pensacola, FL 32507

Vicky Pierce
3425 Burns Avenue
Pensacola, FL 32507

Joe Vlcek
3441 Esplanade Drive
Pensacola, FL 32506

ARTICLE XII.

INCORPORATOR

The name and address of the incorporator of the corporation is:

Lisa Crowdus
16420 Innerarity Point Road
Pensacola, FL 32507

ARTICLE XIII.

OFFICERS

The affairs of the corporation shall be managed, subject to direction by the board of directors, by a President, Vice President, and Secretary/Treasurer, elected annually by the board of directors.

ARTICLE XIV.

BYLAWS

The bylaws of the corporation shall be made, amended or rescinded by the board of directors. Bylaws may be amended or rescinded by a majority vote of the board of directors, provided that a quorum of the board is present, as a quorum is defined in the bylaws of the corporation.

ARTICLE XV.

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation is Perdido Bay Coalition of Churches, Inc at 13660 Innerarity Point Road, Pensacola, FL 32507. The initial registered agent of the corporation at such address is Lisa Crowdus.

ARTICLE XVI.

NO DISTRIBUTION TO MEMBERS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, 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 purposes set forth in Article IV above.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on the dates written below:

Lisa M Crowder
INCORPORATOR

14 FEB 27 PM 4: 29

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me, the undersigned authority in and for said State and County, personally appeared Lisa Crowder to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 25 day of February, ~~2013~~ 2014 ^{KES}

Karen E. Stanmore
Notary Public
State of Florida
My Commission Expires April 17, 2017
Commission No. EE 883771
Bonded through Western Surety Co

Karen E Stanmore
NOTARY PUBLIC, State of Florida
My Commission Expires: 4/17/17

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for Perdido Bay Coalition of Churches, Inc. at the place designated in the Articles of Incorporation, Lisa Crowder agreed to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATED: 2/25, ~~2013~~ 2014 ^{KES}

Lisa M Crowder
Registered Agent