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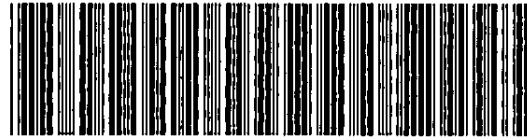
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14 OCT -3 AM 9:05

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 23, 2014

DR. NELSON A. FERNANDEZ
203 SW 7TH TERRACE
HALLANDALE BEACH, FL 33009

SUBJECT: HOPE CENTER OF SOUTH FLORIDA, CORP.
Ref. Number: W14000058372

We have received your document for HOPE CENTER OF SOUTH FLORIDA, CORP. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation.

One or more major words may be added to make the name distinguishable.

The name and document number of conflict is, N12000001360 - HOPE CENTER SOUTH FLORIDA, INC.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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.

Carol Mustain
Regulatory Specialist II

Letter Number: 614A00020447

REFERENCE # W0000058572

Hope Center of Florida Incorporated

A Florida Non-profit Public Benefit Corporation

ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be Hope Center of Florida, Incorporated. The business of the corporation may be conducted at the Hope Center of Florida location, or any other location within the state of Florida as determined by the Board of Directors.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III POWERS

3.01 Powers

The Hope Center of Florida, incorporated shall have the power to operate exclusively for charitable, educational, and public welfare 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.

The Hope Center of Florida, Incorporated, is organized to provide comprehensive social services to individuals with physical, mental and/or emotional disabilities, veterans of the armed forces, ex-offenders, refugees and unaccompanied alien children (UAC's) referrals. These services, include, but are not limited to, resettlement services, outreach and referral, targeted case management, transitional re-entry services, behavioral health services, supportive housing, CDL training, vocational assessment and training, GED preparation, tutoring for students with special needs, and job development and job placement. These services will be provided to eligible applicants anywhere in the state of Florida.

3.02 Public Benefit

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The Hope Center of Florida Incorporated is designated as a public benefit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

Hope Center of Florida incorporated, is organized exclusively for charitable, educational, and public welfare 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 corresponding section of any future federal tax code. No part of the net earnings of Hope Center of Florida, Incorporated, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any 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.

Hope Center of Florida, Incorporated is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Hope Center of Florida, Incorporated, of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Hope Center of Florida, Incorporated, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Hope Center of Florida, Incorporated, hereunder shall be selected by the discretion of a majority of the managing body of the Hope Center of Florida, Inc, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Hope Center of Florida Incorporated, by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V
BOARD OF DIRECTORS

5.01 Governance

Hope Center of Florida, Incorporated shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

Dr. Nelson A. Fernandez, Founder and CEO
Pastor, Paul Anderson, Chief Financial Officer
Dr. Dulce Maria Matamoros Columbie, Clinical Director

ARTICLE VI
MEMBERSHIP

6.01 Membership

The Hope Center of Florida, Incorporated, 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.

ARTICLE VII
AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ATT. CAROL MONTAINE

ARTICLE VIII

ADDRESS OF THE CORPORATION

8.01 Corporate Address

The initial address of the Hope Center of Florida, Incorporated is:

12800 N Miami Ave, North Miami, FL 33168

Hope Center of Florida, Incorporated

ARTICLE IX

APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Dr. Nelson A. Fernandez, CEO

203 SW 7th Terraces, Hallandale Beach, FL 33009

9.02 Acceptance of Designation

I hereby certify that I understand and accept the duties and responsibilities as Registered Agent.


Signature of Registered Agent

ARTICLE X INCORPORATOR

The incorporators of the corporation are as follow:

Nelson A. Fernandez, M.Ed., PsyD

Dr. Dulce Maria Matamoros Columbie, PhD

Pastor, Paul Anderson

Rafael Solano, MD

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Hope Center of Florida, Incorporated, were approved by the board of directors on, September 15, 2014, and constitute a complete copy of Articles of Incorporation of the Hope Center of Florida, Incorporated



DR. NELSON A. FERNANDEZ

DR. DULCE MARIA MATAMOROS COLUMBIE

PR. PAUL ANDERSON