

N150000008699

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SECRETARY OF STATE
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15 SEP -3 AM 12:00

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SEP 10 2015
W PAINTER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 14, 2015

ELIZABETH R HUGHES
4 MARSH POINT ROAD
FERMANDINA BEACH, FL 32034

SUBJECT: NHS SECOND CHANCE INC.
Ref. Number: W15000054766

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We have received your document for NHS SECOND CHANCE 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):

You must list at least one incorporator with a complete business street address.

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.

WESTLEE A PAINTER
Regulatory Specialist II

Letter Number: 615A00017177

COVER LETTER

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

SUBJECT: NHS Second Chance 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: Elizabeth R Hughes
Name (Printed or typed)

4 Marsh Point Road
Address

Fernandina Beach FL 32034
City, State & Zip

703.283.0016
Daytime Telephone number

ednhs@outlook.com
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
NHS SECOND CHANCE INC.

The undersigned hereby makes, subscribes, acknowledges, and files with the Florida Department of State these articles of incorporation for NHS SECOND CHANCE INC., a corporation not for-profit, for the purpose of organizing corporation in accordance with the laws of Florida.

ARTICLE I
Name

The name of this Corporation shall be NHS SECOND CHANCE INC. (hereinafter the "Corporation").

ARTICLE II
Term of Existence and Fiscal Year

This Corporation's existence shall begin upon acceptance of these articles for filing with the State of Florida and shall have perpetual existence thereafter. This Corporation shall have a fiscal year beginning October 1st of each year.

ARTICLE III
Purpose

The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereinafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the Corporation shall own and operate a resale store for the purpose of reselling donated items to the public and to provide funding for rescue, medical care, maintenance, shelter, feeding, fostering, adoption and other needs of, and support services for animals. All funds and property, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV
Registered Office and Agent

The name and street address of the registered agent of this Corporation is:

Joshua K. Martin

960185 Gateway Boulevard, Suite 104
Amelia Island, Florida 32034

ARTICLE V
Principal Place of Business

The principal place of business and mailing address of this Corporation shall be located at 639 Airport Road, Fernandina Beach, Nassau County, Florida 32034, with any other place of business and mailing address as may be determined and fixed by the board of directors from time to time.

ARTICLE VI
Directors and Incorporators

(a) This Corporation shall have no voting members. The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Bylaws of the Corporation. No Director shall have any right, title, or interest in or to any property of the Corporation.

(b) This Corporation currently has three (3) directors. The number of directors may be increased or decreased from time to time as provided in the Bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors. The manner and frequency in which directors are selected shall be as set forth in the Bylaws of the Corporation. The current directors of the Corporation are:

Elizabeth R. Hughes
4 Marsh Point Road
Amelia Island, Florida 32034

Pat Smith
1641 Scott Road
Fernandina Beach, FL 32034

John Landregan
4714 Genoa Drive
Amelia Island, Florida 32034

(c) The name and address of the Incorporator are Elizabeth Hughes, 4 Marsh Point Road, Amelia Island, FL 32034.

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FLORIDA

operations and activities of the Corporation:

(a) No part of the net earnings of the Corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation;

(b) 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; and

(c) Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

(d) The Corporation shall not lend any of its assets to any officer or director of this Corporation, or guarantee to any person the payment of a loan by an officer or director of this Corporation.

ARTICLE VIII Dissolution

Upon the time of dissolution of the Corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, 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 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 of the county 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. In distributing the assets of the Corporation upon dissolution, every reasonable effort shall be made to contribute to the animal welfare programs of Nassau Humane Society, Inc., if otherwise permitted under this section.

ARTICLE IX
Bylaws

(a) The power to adopt bylaws for this Corporation, to alter, amend, or repeal those bylaws, and to adopt new bylaws shall be vested in the board of directors of this corporation.

(b) The bylaws of this Corporation shall be for the government of the Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided they are not inconsistent with the provisions of the laws of the state of Florida or of the United States.

ARTICLE X
Amendment

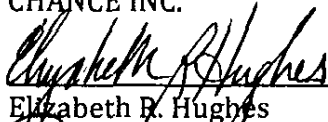
These Articles of Incorporation may be amended at any time by a vote of a majority of the board of directors of the Corporation.

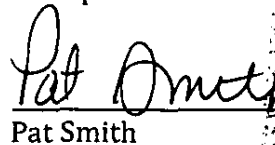
ARTICLE XI
Indemnification and Debt Obligations

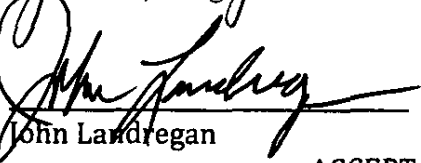
(a) The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

(b) 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.

The undersigned subscribers have hereunto set their hands and seals this 31st of July, 2015 to these Articles of Incorporation of NHS SECOND CHANCE INC.


Elizabeth R. Hughes


Pat Smith


John Landregan

ACCEPTANCE BY REGISTERED AGENT

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15 SEP -3 AM 12:00
STATE OF FLA
CLERK OF DISTRICT COURT
JULY 31 2015

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.

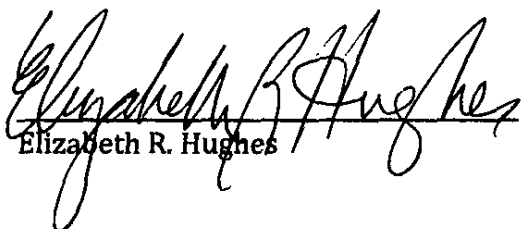


Joshua K. Martin

Date: 8/3/15

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ALLAHBAGH - 010712

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 s\State constitutes a third degree felony as provided for in s.817.155, F.S.


Elizabeth R. Hughes


Date

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ALL AMESSTERS OF CIVIL