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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV 19 2015

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308 SOUTH JEFFERSON STREET • PENSACOLA, FLORIDA 32502 • E-MAIL: efmlaw@bellsouth.net

October 6, 2015

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

RE: Handing Hope, Inc.

Dear Sir or Madame:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed please find check #1278 in the amount of \$78.75 to cover your filing fees. Please return a certified copy of the Articles to our office after filing.

Should you have any questions or need any additional information, please do not hesitate to contact our office.

Sincerely,

*Heather V. Gray*

Heather V. Gray  
Administrative Assistant  
Edsel F. Matthews Jr., P.A.

hvg/  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 19, 2015

HEATHER V. GRAY  
EDEL F. MATTHEWS JR., P.A.  
308 S JEFFERSON ST  
PENSACOLA, FL 32502

SUBJECT: HANDING HOPE, INC.  
Ref. Number: W15000069217

We have received your document for HANDING HOPE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

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.

Teresa Brown  
Regulatory Specialist II

Letter Number: 315A00022059

**ARTICLES OF INCORPORATION**  
**OF**  
**HANDING HOPE, INC.**

FILED  
2015 NOV 16 AM 11:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, desiring to form a corporation pursuant to the Not-for-Profit Corporation Laws of the State of Florida, do hereby make, subscribe and acknowledge this document, constituting Articles of Incorporation, as follows:

1. Name and Principal Office Address. The name of this corporation shall be HANDING HOPE, INC. The corporation's principal office address is 2420 Whaley Avenue, Pensacola, FL 32503.

2. Non-Profit Purpose. This corporation is formed exclusively for purposes for which a corporation may be formed under the Not-for-Profit Corporation Laws of the State of Florida, and not for any pecuniary profit or financial gain. No part of the assets, income or profit of the corporation shall be distributable to or inure to the benefit of, its members, directors or officers. The corporation shall not engage in any activity prohibited to a not-for-profit corporation under the laws of the State of Florida or under the Internal Revenue Code of the United States.

3. General and Specific Purposes.

A. Subject to Article 2 hereof, the specific and primary purposes for which this corporation is formed are to provide assistance to people or other organizations volunteering their time to the needs of their communities.

B. The general purposes for which this corporation is formed are to operate for such pleasure, recreation and other non-profitable purposes, substantially all of the activities of which are for such purposes, with no part of the net earnings of the corporation inuring to the benefit of any member, director or officer, as will qualify the corporation as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

C. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene in any political campaign on behalf of any candidate for public office.

4. Membership.

A. The original members of this corporation shall be the first Board of Directors hereinafter named. Hereafter, the corporation may have additional members, or existing members may be dropped from the corporation's roll and membership, all in accordance with procedures and standards for eligibility of membership as set forth in Bylaws duly adopted by the Board of Directors.

B. The members of this corporation shall have no right, title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation.

5. Term. The term for which this corporation is to exist shall be perpetual.

6. Incorporator. The name and address of the Incorporator are as follows:

<u>Name</u>	<u>Address</u>
Buffy Southern	2420 Whaley Avenue, Pensacola, FL 32503

7. Management of Corporate Affairs. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall not be less than three, nor more than six, as determined at the annual meeting of the members every five years, to serve for five-year terms.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board of Directors shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of incorporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the persons who are to serve initially as Directors are:

<u>Name</u>	<u>Address</u>
Buffy Southern	2420 Whaley Avenue, Pensacola, FL 32503
Angela Crooke	2508 Whaley Avenue, Pensacola, FL 32503
Rachel Jones	2921 W. Michigan Avenue, Pensacola, FL 32526

8. Bylaws. The Bylaws of this corporation are to be made, altered or rescinded by the Board of Directors of the corporation, provided that no Bylaw shall provide for any activity prohibited to a not-for-profit corporation under the laws of the State of Florida or under the Internal Revenue Code of the United States.

9. Amendment. Amendments to these Articles of Incorporation may be proposed and adopted by a majority of the Board of Directors, provided that no amendment shall provide for any activity prohibited to a not-for-profit corporation under the laws of the State of Florida or under the Internal Revenue Code of the United States.

10. Resident Agent. Until changed, the resident agent of this corporation upon whom process may be served is Buffy Southern whose mailing address is 2420 Whaley Avenue, Pensacola, FL 32503 and whose street address is 2420 Whaley Avenue, Pensacola, FL 32503.

11. Corporate Powers. This corporation shall have all the powers granted to a not-for-profit corporation under the laws of the State of Florida, except any power which would invalidate its rights to be a tax-exempt corporation under Section 501(c)(7) of the Internal Revenue Code of the United States.

12. Distribution Upon Dissolution. Upon dissolution of the corporation, the Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for purposes for which the corporation was formed, or to such organization or organizations organized and operated exclusively for such purposes, as the Directors may determine. Any assets not so disposed of shall be disposed of by the Circuit Court of Escambia County, Florida, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes, as such court shall determine.

IN WITNESS WHEREOF, we have hereunto set our hands and seals to this instrument, this 5<sup>th</sup> day of October, 2015.

  
BUFFY SOUTHERN

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Before me, the undersigned Notary Public in and for said State and County, personally appeared Buffy Southern, personally known to me and known by me to be of legal age and competent to contract, and he acknowledged before me that she is a subscriber to the foregoing Articles of Incorporation and she executed the same for the uses and purposes therein set forth.

SWORN TO AND SUBSCRIBED before me this 5<sup>th</sup> day of October, 2015.

  
NOTARY PUBLIC



ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT

I, Buffy Southern, hereby accept the appointment as resident agent for Handing Hope, Inc. as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand this 5<sup>th</sup> day of October, 2015.

  
BUFFY SOUTHERN