

09/08/2016 THU 9:03 FAX

Division of Corporations

N1600008828

http://file.suny2.org/sci/affcovr.exe

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H16000222979 3)))



H160002229793ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850) 617-6381

From:  
Account Name : BURKE BLUE HUTCHINSON WALTERS & SMITH, P.A.  
Account Number : 120070000051  
Phone : (850) 236-1444  
Fax Number : (850) 236-1313

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: ndavis@burkeblue.com

FLORIDA PROFIT/NON PROFIT CORPORATION  
THE ILO.P.E. PROJECT

Certificate of Status	0
Certified Copy	0
Page Count	09
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

16 SEP -8 PM 8:54

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

16 SEP -8 AM 9:07

TALLAHASSEE, FLORIDA

mm

(((H16000222979 3)))

**ARTICLES OF INCORPORATION OF THE H.O.P.E. PROJECT, INC.**

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not for profit corporation on a non-stock basis pursuant to the provisions of Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation and does hereby agree and certify as follows:

**ARTICLE I****NAME**

The name of this Corporation shall be THE H.O.P.E. PROJECT, INC., whose principal office shall be located at 4577 Quarterhorse Lane, Chipley, FL 32428.

**ARTICLE II****COMMENCEMENT OF CORPORATE EXISTENCE**

The H.O.P.E. PROJECT, INC. (the "Corporation") shall commence corporate existence immediately upon the execution of these Articles and shall have perpetual existence unless sooner dissolved according to the law.

**ARTICLE III****PURPOSES**

The purposes of the Corporation shall be exclusively for charitable and educational purposes within the meaning of the section 501(c)(3) of the Internal Revenue Code, as amended (the "Code") and shall otherwise comply with any requirements for classification as an exempt organization under such section. The rules governing organization and operation of the corporation shall be as set forth in the Corporation's By-Laws.

(((H16000222979 3)))

FILED  
STATE  
16 SEP -8 PM 8:54  
CHIEF OF STATE

(((H16000222979 3)))

**ARTICLE IV****GENERAL POWERS**

Except as may be restricted in Articles III and V herein, this Corporation shall have all of the powers enumerated for corporations in the Florida Not For Profit Corporation Act, as it now exists and as hereafter amended, and all such other powers as are permitted by applicable law, including without limitation and only by illustration, the following powers unless later restricted by applicable law:

- (a) To have succession by its corporate name for the duration of its existence.
- (b) To sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the name causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced provided; however, such seal shall always contain the words "corporation not for profit."
- (d) To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create security interests in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (g) To make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.

(((H16000222979 3 )))

16 SEP -9 PM 0:54

FILED  
STATE  
CLERK  
TALLAHASSEE  
FLORIDA

(( (H16000222979 3) ))

- (h) To increase, by a vote of its members cast as the By-Laws may direct, the number of its directors, so that the number shall not be less than three (3) nor more than ten (10).
- (i) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or any instrumentality thereof.
- (j) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as it may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (k) To conduct its affairs, carry on its operations, and have offices and exercise the powers granted by the Florida Not For Profit Corporation Act in any state, territory, district, or possession of the United States or any foreign country.
- (l) To elect or appoint officers and agents and define their duties and allow them reasonable compensation.
- (m) To adopt, change, amend and repeat By-Laws, not inconsistent with these Articles of Incorporation or with the laws of the State of Florida, for the administration and regulation of its affairs and the exercise of its powers.
- (n) To have and exercise all powers necessary or convenient to effect its purpose.

(( (H16000222979 3) ))

16 SEP - 8 PM 0:55

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(((H16000222979 3)))

- (o) To merge and consolidate with other corporations both for profit and not for profit, domestic and foreign provided that the surviving corporation is a corporation not for profit.

## ARTICLE V

### PROHIBITED ACTIVITIES

The Corporation shall not allow any expenditure of any part of the net earnings of the Corporation to insure the benefit of any member, director or officer of the Corporation, (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), nor shall any member, director or officer of the Corporation, or any private individual, be entitled to share in the distribution of any of the Corporation's assets on dissolution of the Corporation, or shall a substantial part of the activities of the Corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate of public office. Provided, further, that if at any time the Corporation is deemed to be a Private Foundation as defined by Section 509 of the Code, then for so long as the Corporation is deemed a Private Foundation, the following provisions shall also be applicable:

1. The Corporation shall not engage in any act of "self-dealing" as defined in Section 4941(d) of the Code.
2. The Corporation shall not retain "excess business holdings" as defined in Section 4943(c) of the Code, which would give rise to any liability for the tax imposed by Section 4943(a) of the Code.

(((H16000222979 3)))

16 SEP - 8 PM 8:55

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

((H16000222979 3)))

3. The Corporation shall not make any investments which would jeopardize the carrying out of any of its exempt purposes or in such manner as to subject it to tax under Section 4944 of the Code.
4. The Corporation shall not make any "taxable expenditures" as defined in Section 4945(d) of the Code, which would give rise to any liability for the tax imposed by Section 4945(a) of the Code.
5. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a) of the Code.

#### ARTICLE VI

#### DISTRIBUTION UPON DISSOLUTION

Upon the liquidation, dissolution or the winding up of the affairs of the Corporation, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or education organizations which are then qualified under the provision of Section 501(c)(3) of the Code.

#### ARTICLE VII

#### MEMBERSHIP

The members of this Not For Profit Corporation, if any, shall be qualified and admitted as set forth in the By-Laws of this Corporation.

((H16000222979 3)))

FILED  
SEP 13 2016  
FALLS CHURCH STATE  
16 SEP -0 PM 8:55

((H16000222979 3)))

**ARTICLE VIII**

**INITIALED REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be located at 120 Turtle Cove, Panama City Beach, FL 32413, and the initial registered agent of the Corporation at that address shall be:

Ryan Ison

The Corporation may change its registered agent or location of its registered office, or both from time to time without amendment of these Articles of incorporation.

**ARTICLE IX**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall have three (3) Directors initially. The number of Directors may be either increased or decreased from time to time as provided in the By-Laws; provided, however, that the Corporation shall never have fewer than three (3) Directors. The names and street addresses of the initial directors of the Corporation are:

David Trogdon  
4577 Quarterhorse Lane  
Chipley, FL 32428

Ryan Ison  
120 Turtle Cove  
Panama City Beach, FL 32413

((H16000222979 3)))

16 SEP - 8 PM 8:55  
SECRET  
STATE  
FALL - 2016  
09/08/2016

((H16000222979 3)))

Kelly Ison

120 Turtle Cove

Panama City Beach, FL 32413

Directors may be removed with or without cause as provided for in the By-Laws.

**ARTICLE X**

**INCORPORATION**

The name and street address of the person signing these Articles as Incorporators in

Kelly Ison

**ARTICLE XI**

**BY-LAWS**

Except as otherwise provided by law, the power to adopt, alter, amend or repeat the By-Laws shall be vested in the Board of Directors.

**ARTICLE XII**

**INDEMNIFICATION**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

**ARTICLE XIII**

**AMENDMENT**

These Articles of Incorporation may be amended at any time by a resolution adopted by a vote of the majority of the members present at any annual or special meeting provided a quorum

((H16000222979 3)))

16 SEP - 8 PM 8:55  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



(((H16000222979 3)))

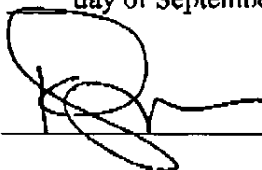
is present, provided that due notice of the proposed amendment has been given to the members  
accordance with the By-Laws.

#### ARTICLE XIV

#### HEADINGS AND CAPTIONS

The heading or captions of these various Articles are inserted for convenience and none  
of them shall have any force or effect, and the interpretation of the various Articles shall not be  
influenced by any of said heading or captions.

IN WITNESS WHEREOF, the undersigned, being the Incorporator hereinbefore named,  
for the purpose of forming a Not For Profit Corporation pursuant to the law of the State of  
Florida to operate both within and without the State of Florida, hereby makes and files these  
Articles of Incorporation declaring and certifying that the facts stated herein are true, and  
hereunto sets his hand and seal this \_\_\_\_\_ day of September, 2016.



(SEAL)

Kelly Ison, Incorporator

STATE OF FLORIDA

COUNTY OF BAY

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of September,  
2016 by Kelly Ison, incorporator, who is personally known to me or who has produced  
\_\_\_\_\_ as identification and who did take an oath,

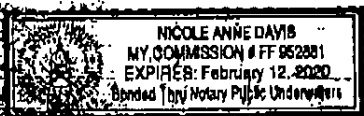
(SEAL)



Signature of Notary Public

Nicole Anne Davis

Printed Name of Notary Public

Commission No. FF 952881Commission Expires: 2-12-20

(((H16000222979 3)))

16 SEP - 9 PM 3:55

FILED  
STATE  
OFFICE  
FLORIDA

((H16000222979 3)))

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

**THE H.O.P.E. PROJECT, INC.**, desiring to organize as a Not For Profit Corporation pursuant to the laws of the State of Florida with its registered office at 120 Turtle Cove Panama City Beach, Florida 32413, has named and designed RYAN ISON as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above named Not For Profit Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties as Registered Agent.

September I, 2016.

  
\_\_\_\_\_  
RYAN ISON

Registered Agent

16 SEP -9 PM 8:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

((H16000222979 3)))