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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 8, 2016

MONEQUE WALKER  
3632 LAND O' LAKES BLVD. #105  
LAND O' LAKES, FL 34639

SUBJECT: VICTORIOUS COMMUNITY OUTREACH FOUNDATION, INC.  
Ref. Number: W16000061638

We have received your document for VICTORIOUS COMMUNITY OUTREACH FOUNDATION, 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 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.

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

Thomas Chang  
Regulatory Specialist II  
New Filing Section

Letter Number: 216A00019034

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

SUBJECT: Victorious Community Outreach Foundation, 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: Moneque S. Walker  
Name (Printed or typed)

3632 Land O' Lakes Blvd #105  
Address

Land O' Lakes, FL 34639  
City, State & Zip

813-973-9700  
Daytime Telephone number

BrockingtonMack@yahoo.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  
Victorious Community Outreach Foundation, Inc.**

The undersigned, of full age and majority, and being desirous of forming a Non Profit Corporation for charitable, educational purposes under the provisions of Chapter 617 of the Florida Statutes, Nonprofit Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
CORPORATE NAME and OFFICE**

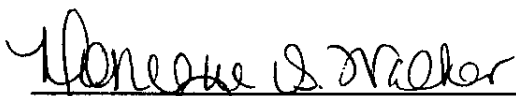
The name of this corporation is Victorious Community Outreach Foundation, Inc. The location of the office and the mailing address of the nonprofit corporation is 7123 Glory Road, Zephyrhills, Florida 33540.

**ARTICLE II  
DURATION**

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation. In the event of dissolution, the outgoing Board shall distribute any assets as prescribed in this Corporation's Articles of Incorporation, its Bylaws, and as is consistent with the Corporation's not-for-profit status, the requirements of a Section 501(c), Internal Revenue Code, and contractual obligations.

**ARTICLE III  
REGISTERED OFFICE AND AGENT**

3.1 The registered agent of the corporation shall be Moneque S. Walker, Esq. who fully understands the duties of that office and agrees to receive notice and service for the Corporation. The registered Office of the Corporation shall be 3632 Land O' Lakes Blvd., Suite 105, Land O' Lakes, Florida 34639. Such agent hereby acknowledges and accepts appointment as the Corporation Registered Agent.

  
\_\_\_\_\_  
Moneque S. Walker, Esq.

8/1/16  
\_\_\_\_\_  
Date

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ARTICLE IV  
PURPOSES

4.1 The corporation is organized and operated exclusively for charitable purposes as within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law, with a focus on engaging in fundraising efforts directed at individuals, companies, and foundations locally and across the United States.

More specifically, these purposes shall include but not be limited to:

To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida and to act and operate as a charitable organization in raising and collecting funds and food products to distribute to needy children and families;

To serve the people of Pasco County, Florida and the Greater Tampa Bay Area by collecting, sorting, soliciting, storing, raising, receiving, and judiciously distributing food, clothing, in kind services, and other items donated or otherwise obtained from various suppliers, to the ill, needy, and children, in association with non-profit charitable organizations such as rescue missions, shelters, churches, schools, benevolent service organizations, and affiliated service agencies, and organizations that serve the needs of hungry or impoverished people.

To create, manage, and maintain food distribution programs to meet the needs of the people, including the ill, needy, disadvantaged, elderly, and children.

To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the State of Florida, Nonprofit Corporation Association Act, as amended and supplemented;

To solicit and receive contributions including-

To receive personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

To take, purchase or otherwise acquire to own, hold, occupy, improve, develop and work; to grant, sell, exchange, let, demise, or otherwise dispose of real estate, buildings, and improvements and every right, interest, estate therein without limit as to the amount thereof and where so ever the same may be situated; to erect, construct, alter and repair buildings; to assume any and every kind of contract, agreement, obligation by or with a person, firm, corporation, or association, or any Federal, State, or other government for the erection, construction, alteration, repair, renewal, equipment, improvement, development, use, leasing, management or control of any buildings, improvements or structures of any kind wherever the same may be situated.

Articles of Incorporation  
Victorious Community Outreach Foundation, Inc.

4.2 The corporation shall have the power to conduct activities and engage in transactions incidental to the accomplishment of the above purposes, including the power to accept contributions, subject to the following limitations:

- a. No part of the net earnings of Victorious Community Outreach Foundation, Inc. shall inure to the benefit of, or be distributable to its directors, officers, employees or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purpose set forth above;
- b. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation;
- c. and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the most current Internal Revenue Code;
- d. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law); or (2) by a corporation, contributions to which are deductible under Section 170(c) (2) or said Internal Revenue Code.

4.3 If the corporation is ever classified by the Internal Revenue Service as a Private Foundation, the following provisions will prevail:

- a. 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;
- b. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d);
- c. The corporation shall not retain any excess business holdings as defined in Section 4943(c);
- d. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944;
- e. The corporation shall not make any taxable expenditure as defined in Section 4949(d).

Articles of Incorporation  
Victorious Community Outreach Foundation, Inc.

Any reference herein to "Section" refers to a section of the Internal Revenue Code of 1986, as amended, and to any corresponding subsequent federal tax laws.

ARTICLE V  
MEMBERSHIP

5.1 The corporation shall have no membership. The Board of Directors will act as voting members of the corporation. The election, removal, and the voting rights of the membership shall be as prescribed in the Bylaws. Nothing within these Articles of Incorporation or its Bylaws shall be construed to mean that a member of the Corporation is not eligible to hold office or membership for successive terms when selected as prescribed in these Articles of Incorporation or the Bylaws.

ARTICLE VI  
SHARES

6.1 The nonprofit corporation is formed without any purpose of pecuniary profit and shall have no capital stock.

ARTICLE VII  
BY-LAWS

7.1 Provisions for the regulation of the internal affairs of the corporation are to be determined and set forth in the By-Laws. The original By-Laws shall be adopted by the Board of Directors of the corporation. Therefore, By-Laws may be adopted, amended or repealed by the Board of Directors in accordance with the By-Laws.

ARTICLE VIII  
DISSOLUTION

8.1 Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all the assets of the corporation in such manner to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3).

8.2 Any such assets not so disposed of by the Board of Directors shall be disposed of by the district court 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.

Articles of Incorporation  
Victorious Community Outreach Foundation, Inc.

ARTICLE IX  
DIRECTORS

9.1 The business affairs of this corporation shall have five (5) directors initially. The number of the directors may be increased from time to time, by the By-Laws, but shall never be less than three (3) or more than, fifteen (15), unless the By-Laws are subsequently amended. A director may be removed as outlined in the By-Laws.

9.2 Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

9.3 The names and address of the persons who are to serve as the initial board of directors for the ensuing year or until the first annual meeting of the corporation are:

NAME	ADDRESS
LARANGE BROCKINGTON	7123 GLORY ROAD ZEPHYRHILLS, FL 33540
CHARLES JOHNS	5526 RICK DRIVE ZEPHYRHILLS, FL 33541
GUY WRIGHT	35434 LAKE RAY DRIVE DADE CITY, FL 33525
ANISSA MCKENZIE	5340 AIRPORT ROAD ZEPHYRHILLS, FL 33542
MONEQUE WALKER-PICKETT	3632 LAND O' LAKES BLVD, #105 LAND O' LAKES, FL 34639

ARTICLE X  
OFFICERS

This Corporation shall be managed by the Board in conjunction with its officers pursuant to the Bylaws. The officers of the corporation may consist of Board members, and shall include a President, Vice President, Secretary and Treasurer. Such other positions may be designated pursuant to Board approval as prescribed by the Bylaws. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:



Articles of Incorporation  
Victorious Community Outreach Foundation, Inc.

OFFICE	NAME
1. President	LARANGE BROCKINGTON
2. Vice President	CHARLES JOHNS
3. Secretary	TELISHA MCKENZIE
4. Treasurer	MONEQUE WALKER-PICKETT

Such office may be changed at any time by the Board of Directors without amendment of these Articles of Incorporation.

ARTICLE XI  
MISCELLANEOUS

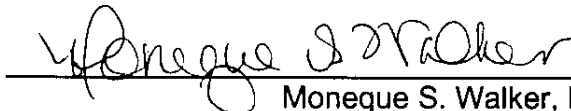
11.1 The extent of personal liability, if any, for directors or officers for corporate obligations and the methods of enforcement and collection, are as follows: NONE.

Further, the Directors and Officers shall be exempt from liability and/or indemnified from costs and judgments to the full extent permitted by Florida law. In the event Florida law is subsequently amended to authorize the further elimination or limitation of the liability of Directors or Officers of nonprofit corporations, then the liability of the directors and Officers of the corporation in addition to the limitation on personal liability provided under this Article, shall be limited to the fullest extent permitted by such later amended Florida law.

**The undersigned incorporator** certifies and affirms both that the Directors herein have read the above and foregoing Articles of Incorporation and know the contents thereof, and I have executed these Articles of Incorporation for the purposes herein stated, and that by such execution, I affirm the understanding that none of the information is intentionally or knowingly misstated as if this document had been executed under oath.

Dated the 1<sup>st</sup> day of August, 2016.

REGISTERED AGENT and INCORPORATOR:

  
\_\_\_\_\_  
Moneque S. Walker, Esq.  
3632 Land O' Lakes Blvd., Suite 105  
Land O' Lakes, Florida 34639.

FILE  
SECRETARY'S OFFICE  
DIVISION OF CORPORATE  
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