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TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Project Emmanuel C.A.R.E., 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: Simone Walker

Name (Printed or typed)

5122 St Marys Rd

Address

Columbus, GA 31906

City, State & Zip

706-315-4247

Daytime Telephone number

stantonwalker98@gmail.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 JUN 13 AM 9:02

**ARTICLES OF INCORPORATION
OF
PROJECT EMMANUEL C.A.R.E., INC.**

The undersigned, citizen of the United States, desiring to form a Nonprofit Corporation under the Florida Nonprofit Corporation Code do hereby certify:

**ARTICLE I
NAME**

The name of the Corporation shall be Project Emmanuel C.A.R.E., Inc.

**ARTICLE II
DURATION**

The period of its duration is perpetual unless and until hereafter dissolved.

**ARTICLES III
PURPOSE**

It is the intent and purpose of the incorporator to form a nonprofit, non-stock corporation organized and operated exclusively for charitable, and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as exempt organizations under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

Specifically, Project Emmanuel C.A.R.E., Inc. is to provide a series of programs that will offer a comprehensive range of services designed to revitalize the area served and engage in activities that promote and support community and economic development.

will create systems of support in the areas of affordable housing; youth development, and support services to adults and less fortunate families of Lakeland, Florida. will provide individuals with practical services needed to enable them to become and remain stable, productive and self-sufficient, thereby creating healthier families, and a stronger and safer community. All funds acquired shall be devoted to said purposes.

In pursuance of these purposes shall have the powers to carry on any business or other activity which may be lawfully conducted by a corporation organized under the Florida Nonprofit Corporations Code, whether or not related to the foregoing purposes, and to do all things necessary, proper and consistent with maintaining tax exempt status under section 501(c)(3).

ARTICLE IV MEMBERSHIP

The 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 corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation. New board members will be nominated by current board members and elected by majority vote.

ARTICLE V REGISTERED OFFICE AND AGENT

The location of the principal office of the corporation in the State of Florida shall be 2004 Cinnamon Dr; Lakeland, FL 33801, and the mailing address is c/o Mark Brooks, 727 E Peachtree St; Lakeland, FL 33801. Brenda Shepherd Reece is the registered agent and the address is 2004 Cinnamon Dr; Lakeland, FL 33801.

ARTICLE VI OPERATIONS

The corporation is a public charity that provides programs for assisting the homeless youth, adults and less fortunate families of Lakeland, Florida. At all times the following shall function as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation 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 Article III hereof.
2. 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
3. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation
4. 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.

5. If at any time the Corporation is deemed to be a private foundation as defined in Section 509 of the Internal Revenue Code of 1986, as amended (or the corresponding section of any future federal tax code) (the "Code"), then so long as the Corporation is deemed a private foundation, it shall not, as provided in Section 508(e) of the Code, fail to require its income for each taxable year to be distributed at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Code, engage in any act of self-dealing as defined in Section 4941(d) of the Code, retain any excess business holdings as defined in Section 4943(c) of the Code, or make any investments or expenditures in such manner as to subject the Corporation to tax under Section 4944 or Section 4945(d) of the Code.

ARTICLE VII DISSOLUTION

Upon 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.

ARTICLE VIII ASSETS

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501C (3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code.)

ARTICLE IX INDEMNIFICATION

No 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 officers or directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE X
INITIAL DIRECTORS**

The corporation's initial Board of Directors shall be comprised of the following natural persons and they are to serve until the first annual meeting of the members of the corporation or until their successors are elected and qualified:

Simone Walker (Board Chair)
5122 St Marys Rd
Columbus, GA 31907

Y. T. Jones, Jr. (Vice Chair)
5118 St Marys Rd
Columbus, GA 31907

Mark Brooks (Secretary/Treasurer)
727 E Peachtree St
Lakeland, FL 33801

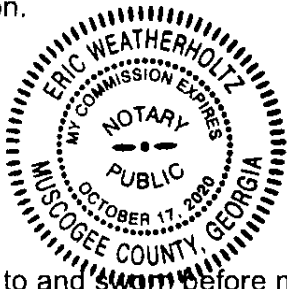
The number of directors thereafter shall be as the bylaws of the corporation may from time to time designate.

**ARTICLE XI
Incorporator**

The name of the incorporator is as follows:

Simone Walker
5122 St Marys Rd
Columbus, GA 31907

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation.



Seirone Wallis

Signature of Incorporator

Subscribed to and sworn before me this the 25th day of May 2017.

Notary Public:

Eric Weatherholtz

My Commission Expires: Oct. 17, 2020

This document prepared by:
Pelatyah Hawkins
PTH Coaching Co.
P.O. Box 3370
Columbus, GA 31903
706-615-3613

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is: Project Emmanuel C.A.R.E., Inc.

2. The name and address of the registered agent and office is:

Brenda Shepherd Reece; Divine Deliverance, Inc., 2004 Cinnamon Dr.; Lakeland, I

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Brenda Shepherd Reece

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17 JUN 13 AM 12:02