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FLORIDA DEPARTMENT OF STATE Division of Corporations

August 4, 2017

ANNETTE DICKS 14623 PINES FOREST CT. CLERMONT, FL 34711

SUBJECT: CENTRAL FLORIDA SECTION, NATIONAL COUNCIL OF NEGRO WOMEN, INCORPORATED Ref. Number: W17000063969

We have received your document for CENTRAL FLORIDA SECTION, NATIONAL COUNCIL OF NEGRO WOMEN, INCORPORATED and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The effective date is not acceptable since it is not within five working days of the date of receipt.

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: 417A00015844

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Division of Corporations PO BOY 6397 Tallahasson Florid

### ARTICLES OF INCORPORATION CENTRAL FLORIDA SECTION, NATIONAL COUNCIL OF NEGRO WOMEN, INCORPORATED

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, the United States of America, do hereby certify:

#### ARTICLE I NAME

The name of the corporation shall be Central Florida Section, National Council of Negro Women, Incorporated.

#### ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal address shall be 14623 Pine Forest Ct. Clermont, FL 34711. Located in Lake County, Florida. The mailing address is the same as the principal address.

#### ARTICLE III PURPOSE

Central Florida Section, National Council of Negro Women, Incorporated is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Central Florida Section, National Council of Negro Women, Incorporated promotes and supports the national programs of the National Council of Negro Women, Inc. (NCNW); supports the needs of women of African descent, their families and the community; promotes unity of action among all women and girls in matters affecting their educational, cultural, economic, civic, social and spiritual life; and promotes education, health, wellness and economic empowerment of girls and women encompassing the geographic area of Central Florida.

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# ARTICLE IV DIRECTORS/OFFICERS

The elected and appointed officers listed in this section shall make up the Executive Board of the Central Florida Section, National Council of Negro Women, incorporated which shall serve as the Board of Directors.

The elected officers of The Section shall be President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Treasurer, Financial Secretary, Corresponding Secretary and Assistant Treasurer.

The President shall appoint the Assistant Recording Secretary, Historian, Parliamentarian and Chaplain.

#### ARTICLE V NAMES, ADDRESS AND TITLES OF THE DIRECTORS/OFFICERS

The name, address and title of all of the Board of Directors shall be filed annually and upon any change of officers with the Florida Department of State. Listed below are the required three officers of incorporation.

Ms. Annette Dicks, President	14623 Pines Forest Ct. Clermont, FL 34711
Ms. Cheryl L. Simmons, Vice-Pres.	PO Box 683215 Orlando, FL 32818
Ms. Cyndy Morrison, Secretary	225 Southern Pecan Cr. #104 Winter Garden, FL 34787

#### ARTICLE VI REGISTERED AGENT OF INCORPORATION NAME AND ADDRESS

The registered agent shall be Ms. Annette Dicks. The registered agents' mailing address is 14623 Pine Forest Ct. Clermont, FL 34711. The Registered Agent's signature below confirms the agent is familiar with and accepts the obligations of s.<u>617.0501</u>, F.S.

Ms. Annette Dicks

Ms. Annette Dicks, Registered Agent

#### ARTICLE VII EXEMPTION REQUIREMENTS

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

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE VIII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed 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.

The Central Florida Section National Council of Negro Women, Incorporated operates under the Internal Revenue Service (IRS) code governing 501(C)(3) entities, therefore a Resolution to dissolve The Section shall be approved by The Section's Executive Board and submitted to the National office of the National Council of Negro Women, Incorporated for consideration prior to any vote by the Section members or other actions.

The National office of the National Council of Negro Women, Incorporated shall approve the dissolution of the Central Florida Section prior to any vote by The Section members or other actions.

The National approved resolution to dissolve The Section and official notice of the meeting at which the vote is to occur shall be sent to all members who are eligible to vote at least forty-five (45) days prior to the vote.

The National approved resolution to dissolve The Section shall be ratified by a two-thirds (2/3) vote of all members present who are entitled to vote.

The Section shall be dissolved in accordance with all applicable local, state and/or federal regulations.

All Section debts or liabilities shall be retired prior to dissolution.

. . . .

The official legal Notice of Dissolution, all Section property, historical records and/or remaining cash balances shall be surrendered to the National Council of Negro Women, Inc.

Shall the National Council of Negro Women, Inc. and all of its Sections be dissolved all of Central Florida Section National Council of Negro Women, Inc.'s property, historical records and/or remaining cash balances shall be distributed to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Should no exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code exist all of Central Florida Section National Council of Negro Women, Inc.'s property, historical records and/or remaining cash balances 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 purpose.

In witness whereof, we have hereunto subscribed our names this day, 24th of July, 2017.

#### ARTICLE IX EFFECTIVE DATE OF INCORPORATION

The effective date of this incorporation shall be August 1, 2017.

#### ARTICLE X INITIAL TRUSTEES OF THE CORPORATION

The names and addresses of the persons who are the initial trustees of the corporation are listed immediate following this paragraph. The function of these incorporators shall end after the corporation is filed with the State of Florida.

## INITIAL TRUSTEES OF THE CORPORATION ARE:

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Ms. Annette Dicks	14623 Pines Forest Ct. Clermont, FL 34711		
Uls. Connette Dicks	)		
Signature of Ms. Annette Dicks			
Ms. Cyridy Morrison	225 Southern Pecan Cr. #104 Winter Garden, FL 34787		
Signature of Ms. Cyndy Morrisc			
Ms Cheryl Z, Simmons	PO Box 683215 Orlando, FL 32818		
Signature of Ms. Cheryl L. Simm	nons		
Mś. Caroly Davis	6598 Kriedt Dr. Orlando, FL 32818		
Signature of Ms. Carole Davis			
Ms. Katie Sims	3215 Fitzgerald Dr. Orlando, FL 32805		
Signature of Ms. Katie Sims			
Ms. Willa Jackson	6523 Vernon St. Orlando, FL 32818		
Signature of Ms. Willa Jackson			
Ms Dolores V. Wilkins A30 Drexel Ridge Circle Ocoee, FL 34761 <i>Language</i> Signature of Ms. Dolores V. Wilkins			
My Bonene Upson Bush	2325 Anacostia Ave. Ocoee, FL 34761		
Signature of Ms. Rynette Upson	-Bush		
Ms Juanita White	4056 Capland Ave. Clermont, FL 34711		
Junita White			
Signature of Ms. Juanita White	7		
Ms Crystal Blogmt Block	4623 Pines Forest Ct. Clermont, FL 34711		
Signature of Ms. Crystal Blount			
Ms. Stephanie L. Dukes Septrumie L. Dukes	10845 Vineyard Ct. Clermont, FL 34711 (10845 Vineyard C		
Signature of Ms. Stephanie L. Dukes			