

N18000012191

James D. ALFORD III
(Requestor's Name)

2046 College Cir. South
(Address)

Jacksonville
(Address)

Florida 32209 (904) 515 3304
(City/State/Zip/Phone #)

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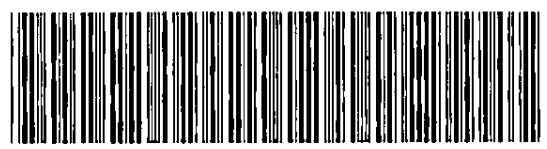
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Articles of Incorporation
of
The National African-American Business League, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Business League, not-for-profit under chapter 617, laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit.

Article I: Name

The name of the Business League is The National African-American Business League, Inc.

Article II: Principal Office

The street address of the principal office is 1346 North Davis Street, Jacksonville, Florida 32209, but the Business League may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors. The Mailing address of The National African-American Business League, Inc. is 2046 College Circle South, Jacksonville, Florida 32209.

Article III: Duration

This Corporation shall exist perpetually. The date on which The National African-American Business League, Inc. existence shall begin is the date on which these Article of Incorporation are filed with the Secretary of the State of Florida.

Article IV: Purpose

The purpose for which this Business League is formed is exclusively to promote the common interests of its members which consist of the following:

A. To raise the economic, educational and social levels of the residents of moderate, low-, and very low-income distressed communities. This includes significantly unemployed, underemployed, or residents whose income is below federal poverty guidelines. Also, to foster and promote community wide interest and concerns for the problems of said residents such as: (a) educating and training of the people within the community; (b) providing economic opportunities that can be expanded by reducing poverty, crime, and environmental issues; and (c) eliminating economical exclusion and access to resources.

B. To expand the opportunities to said residents, groups and organizations to own, manage, and operate business enterprises in economically depressed areas; to assist said residents, groups and organizations in developing entrepreneurial and management skills, necessary for the successful operation of business enterprises; and to assist said residents, groups and organizations in obtaining financial support from available resources.

C. To expand opportunities to said residents, groups and organizations to obtain adequate low cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing in distressed communities for persons and families of moderate, low-, and very low-income who otherwise would not be able to find or afford a suitable place to live. It is the purpose of the Business League to empower the poor, distressed.

underprivileged, disabled and indigent by enabling them to secure the basic human needs of decent shelter and thus lessen the burdens of government and promote self-sufficiency. To provide such housing through rehabilitation of existing substandard buildings and construction of new facilities in the place of blighted structures or blighted vacant sites for the purpose of combating the deterioration of the community and contributing to its physical improvement.

D. To aid, support, and assist by contributions, or otherwise, other corporations, philanthropic foundation funds and foundations organized and operated exclusively for charitable and educational purposes. No part of the net earnings of which inures to the benefit of any private shareholder or individual.

E. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering or attaining of the foregoing purpose, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trust, institutions, foundations, or governmental bureaus, departments or agencies.

F. **BUSSINESS LEAGUE PURPOSES:** Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Revenue law.

Article V: Limitation of Activities

A. **EXCLUSIVITY:** This corporation is organized and shall be operated exclusively as a business league, within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws); and within such limits, to administer, and expend funds for the following purposes:

1. To promote the general advancement of the Section 3 program industries;
2. To provide a forum for exchange of Section 3 program testing technical information, Section 3 Reporting (HUD Form 60002);
3. To facilitate training, education and research in Section 3 program testing field;
4. To engage in any and all lawful activities incidental to the foregoing purposes except as restricted herein;
5. To promote the common interests of its members for charitable and educational purposes;
6. To promote the United States Supreme Court order;
7. To facilitate the Section 3 program requires to the recipients of certain HUD financial assistance, to the greatest extent possible;
8. To promote training, employment, contracting and other economic opportunities to low- and very low-income persons, especially recipients of government assistance for housing;
9. To promote training to potential businesses that provide economic opportunities to low- and very low-income persons; and
10. To promote higher business standards and better business methods and encouragement of uniformity and cooperation by the associations.

B. **NO PRIVATE INUREMENT:** (1.) The Business League is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Business League shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable composition for services actually performed in carrying out the Business League's charitable and educational purposes. The property, assets profits and net income of the Business League are irrevocably dedicated to charitable and educational purposes no part of which shall inure the benefit of any individual. The private property of the incorporators, directors and officers of the Business League shall not be subject to the payment of corporate debts to any extent whatever. (2.) The regulation of the internal affairs of the corporation shall be carried on through its Board of Directors and prescribed according to its Bylaws: the manner of their election or appointment, other than the initial Board of Directors provided for herein, shall be provided in the Bylaws. In furtherance and not in limitation of the powers conferred by statute, the corporation is expressly authorized to carry on its business and to

hold annual or special meetings of its Board of Directors in any country or in any of the states, territories or possessions of the United States, or the District of Columbia.

C. DISSOLUTION: The Business League may be dissolved with the assent given in writing and signed by not less than one-hundred percent (100%) of the directors. Upon winding up and dissolution of the Business League, the assets of the Business League remaining after payment of all debts and liabilities shall be distributed to a 501(c)(3) organization that is described in the Business League's initial by-laws and is recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986. The assets of the Business League be used exclusively for charitable and educational purposes.

D. "PRIVATE FOUNDATION" PROVISIONS: In the event this Business League is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

I. The Business League will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

II. The Business League will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

III. The Business League will not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code, or the corresponding section of any future tax code.

IV. The Business League will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future tax code.

V. The Business League will not make any taxable expenditure as defined in section 4945 (d) of the Internal Revenue Code, or the corresponding section of any future tax code.

Article VI: Election/Appointment of Directors

A. Number: The Business League shall have five (5) Directors initially. The affairs of this Business League shall be managed by a Board of Directors. The Business League shall be not less than three (3) Directors; provided however that the Board of Directors may, from to time, increase or decrease the number of Directors, so long as the number of directors do not exceed twenty-five (25) Directors. The method of election of Directors shall be stated in the Business League's by-laws.

B. Initial Board of Directors: The names and the addresses of the initial directors who shall hold office until the first annual meeting of the members is as follows:

First name	Robert L. Flowers, Sr. 6814 Rapid River Drive Jacksonville, Florida 32219
Second name	James D. Alford, III 2046 College Circle, South Jacksonville, FL 32209
Third name	George F. Carter 11557 Key Biscayne Drive Jacksonville, Florida 32218

Article VII: Bylaws

The initial bylaws of this Corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either members of the board of directors.

Article VIII: Amendments

The Business League reserves the right to amend or repeal any of the provisions contained in these Article of Incorporation or any amendments hereto. Written notice setting forth the proposed amendment or a summary of the change to be effected by the amendment must be given to each director between 15 and 30 days before the decision on the amendment. Such amendment shall require a one-hundred percent assent vote of all directors.

Article IX: Initial Registered Agent Name and Address

The name of the initial registered Agent of this League is James D. Alford, III, and the street address of the initial registered Agent is 2046 College Circle South, Jacksonville, Florida 32209.

Article X: Incorporators

The name and address of the incorporators are:

First name – Robert L. Flowers, Sr., 6814 Rapid River Drive, Jacksonville, Florida 32219
Second name - James D. Alford, III, 2046 College Circle South, Jacksonville, Florida 32209
Third name - George F. Carter, 11557 Key Biscayne Drive, Jacksonville, Florida 32218

IN WITNESS WHEREOF, We, the Incorporations, have made, signed and hereby acknowledge these Articles of Incorporation as of this 15th day of November, 2018

Robert L. Flowers
Robert L. Flowers, Sr., Incorporator

James D. Alford, III
James D. Alford, III, Incorporator

George F. Carter
George F. Carter, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in Duval County, Florida to take acknowledgments, personally appeared Robert L. Flowers, Sr., James D. Alford, III, and George F. Carter, who has produced a Florida driver license as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 15th day of November, 2018.

Lakeisha Burrell
NOTARY PUBLIC STATE OF FLORIDA

Print Name: Lakeisha Burrell
My Commission Expires: Jun 19, 2019



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SECRETARY OF STATE
OFFICE OF THE CLERK

CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

The National African-American Business League, Inc. desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the City of Jacksonville, County of Duval-State of Florida, has name James D. Alford, III, 2046 College Circle South, Jacksonville, Florida 32209, as its agent of accept service of process within Florida.

James D. Alford, III
JAMES D. ALFORD, III
(Print name)

Director

(Date) November 15, 2018

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I agree to act in this capacity and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

James D. Alford, III
JAMES D. ALFORD, III
(Print name)

(Date) November 15, 2018