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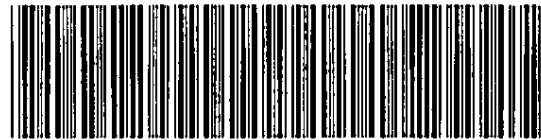
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FRANCHISING  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

2022 MAY 16 AM 11:14

FILED

## COVER LETTER

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

**SUBJECT:** THE PENITENT THIEF, 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:** Paul Del Favero  
\_\_\_\_\_  
Name (Printed or typed)

6927 Alpert Drive  
\_\_\_\_\_  
Address

Orlando, FL 32810  
\_\_\_\_\_  
City, State & Zip

407-432-9964  
\_\_\_\_\_  
Daytime Telephone number

pauldefavero@thepenitentthief.org

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

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

# **THE PENITENT THIEF, INC.**

A Florida Non-profit Corporation

## **ARTICLES OF INCORPORATION**

### **ARTICLE I NAME**

#### **1.1 Name**

The name of this corporation shall be THE PENITENT THIEF, INC. The business of the corporation may be conducted as or The Penitent Thief.

### **ARTICLE II DURATION**

#### **2.01 Duration**

The period of duration of the corporation is perpetual.

### **ARTICLE III PURPOSE**

#### **3.01 Purpose**

THE PENITENT THIEF, INC. is a non-profit corporation and shall operate exclusively for educational, charitable and religious 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 purpose of THE PENITENT THIEF, INC. shall be to provide services and training to felony offenders, (hereinafter referred to as returning citizens)) as they prepare to leave incarceration and after they have been released from incarceration to assist them in successfully transitioning back into society after their incarceration. THE PENITENT THIEF, INC. will recruit other returning citizens who have already successfully made the transition to assist in providing the services and training.

#### **3.02 Non-Profit**

THE PENITENT THIEF, INC. is designated as a non-profit corporation.

### **ARTICLE IV NON-PROFIT NATURE**

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2022 MAY 16 AM 11:14  
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FRANCHISING  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

#### **4.01 Non-profit Nature**

THE PENITENT THIEF, INC. is organized exclusively for charitable and educational purposes. No part of the net earnings of THE PENITENT THIEF, INC. 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 the purpose clause hereof.

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

THE PENITENT THIEF, INC. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to, any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of THE PENITENT THIEF, INC. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

Upon termination or dissolution of THE PENITENT THIEF, INC., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of THE PENITENT THIEF, INC. hereunder shall be selected by the discretion of a majority of the managing body of THE PENITENT THIEF, INC. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition filed in a court of proper jurisdiction in the state of incorporation of THE PENITENT THIEF, INC. against THE PENITENT THIEF, INC. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select

the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.04 Prohibited Distributions**

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

#### **4.05 Restricted Activities**

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

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V BOARD OF DIRECTORS**

#### **5.01 Governance**

THE PENITENT THIEF, INC. shall be governed by its board of directors.

#### **5.02 Initial Directors**

The initial directors of the corporation shall be Paul Del Favero, Cleatous Simmons, Jerold Botts, and Scott, Lee.

**ARTICLE VI**  
**MEMBERSHIP**

**6.01 Membership**

THE PENITENT THIEF, INC. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

**ARTICLE VII**  
**AMENDMENTS**

**7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

**ARTICLE VIII**  
**ADDRESSES OF THE CORPORATION**

**8.01 Corporate Address**

The address of the corporation is:

THE PENITENT THIEF, INC.  
6927 Alpert Drive  
Orlando, FL 32810

The mailing address of the corporation is:

THE PENITENT THIEF, INC.  
6927 Alpert Drive  
Orlando, FL 32810

**ARTICLE IX**  
**APPOINTMENT OF REGISTERED AGENT**

**9.01 Registered Agent**

The registered agent of the corporation shall be:

Cleatous Simmons  
116 Worthington Court  
Winter Park, FL 32789

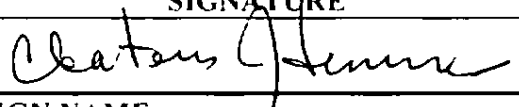
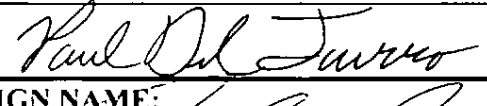

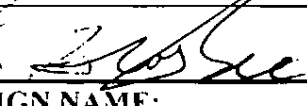
**ARTICLE X  
INCORPORATOR**

The incorporators of the corporation are as follow:

Paul Del Favero  
6927 Alpert Drive  
Orlando, FL 32810

**CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of THE PENITENT THIEF, INC. were approved by the board of directors on May 15, 2022 and constitute a complete copy of Articles of Incorporation of THE PENITENT THIEF, INC.

NAME OF DIRECTOR	SIGNATURE
<u>CLEATOUS SIMMONS</u> PRINT NAME:	<u></u> SIGN NAME:
<u>PAUL DEL FAVERO</u> PRINT NAME:	<u>X </u> SIGN NAME:
<u>JEROLD BOTTS</u> PRINT NAME:	<u>X </u> SIGN NAME:
<u>SCOTT LEE</u> PRINT NAME:	<u>X </u> SIGN NAME:

**ACKNOWLEDGMENT OF CONSENT  
TO APPOINTMENT AS REGISTERED AGENT**

I, Cleatous Simmons, agree to be the registered agent for THE PENITENT THIEF, INC. as appointed herein.

  
NAME, Cleatous Simmons

Date: May 15, 2022

## COVER LETTER

Depart  
Division  
P. O.  
T.

**Copy**

POSED CORPORATE NAME - MUST INCLUDE SUFFIX

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Name (Printed or typed)

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\_\_\_\_\_  
Address

Orlando, FL 32810  
\_\_\_\_\_  
City, State & Zip

407-432-9964  
\_\_\_\_\_  
Daytime Telephone number

pauldefavero@thepenitentthief.org  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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