

TRANSMITTAL LETTER
N95000003188

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

300001527703
-06/30/95--01001--020
*****70.00 *****70.00

SUBJECT: Bay Homeless Society, 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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Keith Hodges
Name (Printed or typed)

12101 Glenhill Dr.
Address

Riverview, Fl. 33569
City, State & Zip

813-677-8099
Daytime Telephone number

FILED
JUN 30 1995
GAVE
AUTHORIZATION BY PHONE TO

CORRECT

DATE

DOC. EXAM

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

FILED
95 JUN 23 11 23
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ARTICLES OF INCORPORATION
of

Bay Homeless Society, Inc.

KNOW ALL MEN BY THESE PRESENTS:

That I(We), the undersigned, desiring to form a Non-Profit Corporation under and pursuant to the laws of the
State of Florida, and for that purpose, do hereby adopt
the following Articles of Incorporation:

ARTICLE I

NAME: The name of the corporation is BAY HOMELESS SOCIETY, INC.

ARTICLE II

PRINCIPAL (REGISTERED) OFFICE: The principal (registered) office of this corporation is to be located at:
12101 Glenhill Drive
in the City of Riverview, County of Hillsborough,
State of Florida, and may transact its business and maintain offices for
such purposes at such other places either within or without this State.

ARTICLE III

PURPOSE: The purpose for which this corporation is organized is the transaction of any and all business for which
non-profit corporations may be incorporated under the laws of this State, as then may be amended from time to time,
except that said corporation is, organized exclusively for charitable purposes,
within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of
any future United States Internal Revenue Laws.

ARTICLE IV

SPECIFIC PURPOSE: The specific purpose for which this corporation is organized and intends actually to engage
in this State, which shall not limit the character of the exempt activities which this corporation may ultimately
conduct, are as follows: To promote public and government participation
in helping the homeless to obtain affordable housing as well
helping them to secure employment.

within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, including for such purposes, the
making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3), or the
corresponding provisions of any future United States Internal Revenue Laws.

ARTICLE V

INCORPORATOR(S): The name(s) and address(es) of the incorporator(s) of this corporation is(are):

<u>Keith Hodges</u> (Name)	<u>12101 Glenhill Drive</u> (Address)
	<u>Riverview, Florida 33569</u> (City/State/Zip Code)
<u></u> (Name)	<u></u> (Address)
	<u></u> (City/State/Zip Code)
<u></u> (Name)	<u></u> (Address)
	<u></u> (City/State/Zip Code)

ARTICLE VI

BOARD OF DIRECTORS: The business and affairs of this corporation shall be conducted by a Board of Directors who shall number not less than 2, nor more than 6 members. Said directors shall have the authority and power to increase or decrease the number of serving directors within the limits above provided. The Board of Directors may fill any vacancy which may occur on the Board of Directors pending the next annual meeting of either the members, if a membership non-profit corporation; or the Board of Directors, if a non-membership or limited membership non-profit corporation. The person(s) appointed to serve on the Board of Directors may be appointed to serve as directors for any term of years, not to exceed 5 years, which said term shall commence the date of appointment unless otherwise designated by the Board of Directors. The Bylaws shall specify the number of directors necessary to constitute a lawful quorum. The Board of Directors may, by proper resolution or resolutions passed by a lawful quorum of the whole board, designate one or more committees which, to the extent provided in said resolution or resolutions, or in the Bylaws, shall have and may exercise those powers so designated in the resolution or resolutions, or in the Bylaws, on the management of the activities and affairs of the corporation, and may have the power to authorize the Seal of the corporation to be fixed to all papers, documents or writings which may require it, and such committee or committees shall have such name or names as may be stated in the Bylaws, or as may be determined from time to time by resolution adopted by the Board of Directors. The Board of Directors may elect such officers of the corporation as the Bylaws may specify, who shall, subject to the provisions of the Bylaws, have such titles and exercise such duties as the Bylaws provide. The Board of Directors is authorized to make, adopt, alter or repeal the Bylaws of this corporation, or any article therein, provided such authority and power is not vested and reserved to members of the corporation, if applicable. The names and addresses of the persons who are appointed to serve as directors of this corporation until the First Annual Meeting of the Board of Directors, or until their successors are elected and qualified, are:

<u>Keith Hodges</u> (Name)	<u>12101 Glenhill Drive</u> (Address)
	<u>Riverview, Florida 33569</u> (City/State/Zip Code)
<u>Barbara Hodges</u> (Name)	<u>12101 Glenhill Drive</u> (Address)
	<u>Riverview, Florida 33569</u> (City/State/Zip Code)

_____	_____
(Name)	(Address)
_____	_____
	(City/State/Zip Code)
_____	_____
(Name)	(Address)
_____	_____
	(City/State/Zip Code)
_____	_____
(Name)	(Address)
_____	_____
	(City/State/Zip Code)

ARTICLE VII

LIMITATIONS: 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 the furtherance of the purposes set forth in Article IV hereof. 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 campaigns on behalf of any candidate for public office. 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.

ARTICLE VIII

DISSOLUTION: In the event of a dissolution of this corporation, any assets remaining after payment to creditors shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future Federal Tax Code, or shall be distributed to the Federal Government for public purposes. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County where the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

PRIVATE PROPERTY: The private property of the directors, members (if any), officers, employees and agents of the corporation shall be forever exempt from any and all debts of every kind and nature incurred by the corporation, and as authorized by the laws of this State.

ARTICLE X

INDEMNIFICATION: The corporation shall indemnify every director, officer, employee and agent, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceedings to which he or she may be a party by reason of his or her being, or have been, a director, officer, employee or agent of the corporation, except in relation to those matters which he or she shall be adjudicated to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matter covered by the settlement as to which the indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such director, officer, employee or agent, and the amounts paid in settlement by him or her shall have been first approved by the directors of this corporation.

ARTICLE XI

DIRECTOR'S LIABILITY: No director of this corporation shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not be construed as eliminating or limiting the liability of a director for one or more of the following acts, namely: (1) A breach of duty of loyalty to the corporation, (2) Any acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law, (3) The authorizing of an unlawful payment or distribution out of the corporate assets, (4) Any transaction made in the furtherance of the exempt purposes of the corporation which the director derived an improper personal benefit, or (5) Any act or acts that can be defined under the laws of this State as 'Director Conflicts Of Interest'.

ARTICLE XII

ANNUAL MEETING: The annual meeting of the Board of Directors is to be held at a place either within or without this State as fixed by the Bylaws.

ARTICLE XIII

DURATION: The existence of this corporation shall be perpetual unless sooner terminated as provided for by law.

ARTICLE XIV

NON-MEMBERSHIP PROVISIONS: The corporation shall not be a membership corporation with members, unless, by a two-thirds vote of the Board of Directors, these Articles of Incorporation are so amended to change this corporation from a non-membership to a membership corporation with members.

ARTICLE XV

FISCAL YEAR: The fiscal year of the corporation shall end on December 31, of each year.

ARTICLE XVI

STATUTORY(RESIDENT)(REGISTERED) AGENT: The name and address of the initial Statutory(Resident)(Registered) Agent of this corporation is: Keith Hodges
12101 Glenhill Drive Riverview, Florida 33569

IN WITNESS WHEREOF, I(WE) have set my(our) hand(s) this 27 day of June, 19 95

Keith Hodges
Incorporator / REGISTERED AGENT
ACCEPTS DUTIES AS REGISTERED AGENT

Incorporator

Incorporator