

# N960000001269

## TRANSMITTAL LETTER

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

100001738291  
--03/05/96--01128--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Second Home of Duval County, 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: ALEXANDER F. ROSS  
Name (Printed or typed)

2167 MYRA ST APT #2  
Address

JACKSONVILLE, FL 32204  
City, State & Zip

(904) 354-7909  
Daytime Telephone number

A. F. Ross

GAVE

ALTAIR/RENTAL PHONE TO

CORRECT Corp Name

DATE 3/7/96

DOC. EXAM. SAB

Second Home of Duval County, Inc.

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

SAB  
3/7/96

FILED  
95 MAR -4 AM 10:45  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
FLORIDA NONPROFIT CORPORATION

FILED  
96 MAR -4 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is SECOND HOME OF DUVAL  
COUNTY, INC.

ARTICLE II. TENTATIVE MAILING ADDRESS

2167 Myra St., Apt 2, Jacksonville, Florida 32204

ARTICLE III GENERAL AND SPECIFIC PURPOSES

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617.0202 of the Florida Statutes. The term of existence of the corporation is perpetual. The specific and primary purposes for which this corporation is formed are:

- a. For the advancement of charity, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- b. To provide assistance, including food, shelter, guidance and counseling for youths in need, on a short or long term basis.
- c. To operate exclusively in any other manner for such charitable purposes as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue

Code, including private foundations and private operating foundations.

#### ARTICLE IV. MANAGEMENT OF CORPORATE AFFAIRS

a. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The initial number of Directors of the corporation shall be three, provided, however, that such number may be changed by a bylaw duly adopted by the members, but in no event shall there be less than three (3).

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 9:00 a.m. on the third Tuesday in January of each year at the corporate offices or a such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the

proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Alexander F. Ross	2167 Myra Street, Apt 2 Jacksonville, Florida 32204
Benjamin N. Bryant	1198 West 9th Street Jacksonville, Florida 32209
Gerald Boston	2144 Delwood Street Jacksonville, Florida 32204

b. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice-President, Secretary/Treasurer, and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held,

the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>
President - Alexander F. Ross	2167 Myra Street, Apt 2 Jacksonville, Florida 32204
Vice President - Benjamin N. Bryant	1198 West 9th Street Jacksonville, Florida 32209
Secretary/Treasurer - Gerald Boston	2144 Delwood Street Jacksonville, Florida 32204

ARTICLE V. EARNING & ACTIVITIES OF CORPORATION

a. No part of the net earning 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 IV hereof.

b. No substantial part of the activities of the corporation shall be the carrying on of propaganda, 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 any candidate for office.

c. 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) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to

which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

d. 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 VI. INITIAL REGISTERED OFFICE AND AGENT

Alexander F. Ross, 2167 Myra Street, Apt 2, Jacksonville, Florida 32204.

ARTICLE VII.

a. Distribution of Assets - Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for

such purposes.

b. Membership in this organization shall be of two major classes, Active and Associate.

(1) Active Membership shall be any individual who has contributed monies and/or services to this corporation to accomplish the aims of this corporation. The value of services provided shall be determined by the Board of Directors. This is a voting membership. Contributors of monies and/or services in the amount of one thousand dollars (\$1,000.00) or more, in any one fiscal year shall be accorded a lifetime membership. Contributors of monies and/or services in the amount of less than one thousand dollars (\$1,000.00) in any one fiscal year shall be accorded an annual membership which must be renewed annually. Renewal of annual membership shall be according to the rules promulgated in the Bylaws of this corporation.

(2) Associate Membership is reserved for organizations and corporations who contribute monies and/or services to this corporation to further the aim of this corporation. This is a non-voting membership. This class of membership may also be elected by individuals wishing to contribute to this corporation without taking an active part in its operations.

c. Subscribers - The names and residence addresses of the subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Alexander F. Ross	2167 Myra Street, Apt 2 Jacksonville, Florida 32204

Benjamin N. Bryant

1198 West 9th Street  
Jacksonville, Florida 32209

Gerald Boston

2144 Delwood Street  
Jacksonville, Florida 32204

d. Amendment of Bylaws - Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the Bylaws.



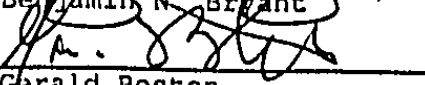
e. Dedication of Assets - The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

f. Amendment of Articles - Amendments to these Articles of Incorporation may be proposed by resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_



1996.

  
Alexander F. Ross  
  
Benjamin N. Bryant  
  
Gerald Boston

BRYANT - PIC MIL ID  
BOSTON FOL B23529356447  
ROSS FOL R200006681410

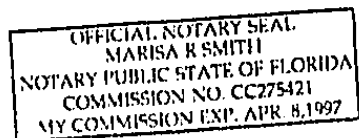
STATE OF FLORIDA

COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared Alexander F. Ross, Benjamin N. Bryant, and Gerald Boston, to me known to be the persons who executed the forgoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seals this 29<sup>th</sup> day of FEBRUARY, 1996.

Marisa R Smith  
Notary Public, State of Florida  
My Commission Expires \_\_\_\_\_



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Second Home of Duval County, Inc.  
(must include suffix)

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

ALEXANDER F. ROSS  
(NAME)

2167 MYRA ST. APT #2  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

JACKSONVILLE FL 32204  
(CITY/STATE/ZIP)

FILED  
96 MAR -4 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

Alexander F. Ross  
(SIGNATURE)

2/29/96  
(DATE)