

N960000003512

RANDEE J. GOLDER, P.A.

*Attorney at Law*

THE WIDEMAN BUILDING, 2ND FLOOR  
400 WEST ATLANTIC AVENUE  
DELRAY BEACH, FLORIDA 33444  
(407) 278-0167  
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June 20, 1996

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

400001874114  
-015/25/96--01015--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Expanding and Preserving Our Cultural Heritage, Inc.  
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$70.00.

FROM. Randee J. Golder, P.A.  
Name

400 W. Atlantic Ave., 2nd Floor  
Address

Delray Beach, Florida 33444  
City, State, Zip

(407) 276-6167  
Telephone Number

Please return a file-stamped copy to this office in the enclosed envelope.

Very truly yours,

*Randee J. Golder*

Randee J. Golder

RJG/mi  
Encl.

FILED  
96 JUN 28 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

EB 7/2/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

June 25, 1996

RANDEE J. GOLDER, ESQUIRE  
400 W ATLANTIC AVE 2ND FLOOR  
DELRAY BEACH, FL 33444

SUBJECT: EXPANDING AND PRESERVING OUR CULTURAL HERITAGE,  
INC.  
Ref. Number: W96000013482

We have received your document for EXPANDING AND PRESERVING OUR CULTURAL HERITAGE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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 for said corporation"); and the registered agent's signature.

Please return 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 (904) 487-6931.

Garrett Blanton  
Document Specialist

Letter Number: 096A00031469

**ARTICLES OF INCORPORATION  
OF  
EXPANDING AND PRESERVING OUR CULTURAL HERITAGE, INC.**

The undersigned Incorporator hereby executes and acknowledges these Articles of Incorporation to form a not profit corporation pursuant to Chapter 617 of the laws of the State of Florida.

**ARTICLE I  
Name of Corporation**

The name of the this Corporation shall be EXPANDING AND PRESERVING OUR CULTURAL HERITAGE, INC.

**ARTICLE II  
Principal Office**

The initial principal place of business and mailing address of this corporation shall be:

EPOCH  
310 N.W. 2<sup>nd</sup> Ave.  
Delray Beach, FL 33444

**ARTICLE III  
Corporate Duration**

This Corporation shall have perpetual existence.

**ARTICLE IV  
Purposes and Powers**

Section 3.1 Purposes. The purpose for which this Corporation is organized are exclusively public, charitable, historical preservation, cultural, scientific, religious and educational within the meaning of Section 501 of the Internal Revenue Code of 1986, as amended ( "the Code" ).

Section 3.2 Powers. The Corporation shall have of the powers of a not- for-profit corporation under Chapter 617 and 607 of the State of Florida Statutes, as amended from time to time.

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TALLAHASSEE FLORIDA

**ARTICLE V**  
**Membership**

The initial Members of this Corporation shall be those persons who are currently serving on the EPOCH STEERING COMMITTEE and the qualifications and manner of admission of additional Members shall be regulated by the By-Laws of the Corporation.

**ARTICLE VI**  
**Initial Registered Agent and Initial Registered Office**

The initial registered agent of the Corporation shall be Vera Farrington and the initial registered office of the Corporation shall be 310 N.W. 2<sup>nd</sup> Ave. Delray Beach, Florida 33444.

**ARTICLE VII**  
**Board of Directors**

Section 6.1 Number. The Corporation shall have at least (3) Directors. The number of Directors may be increased from time to time in accordance with the By-Laws but shall never be less than three (3). The term of office for all Directors is established in the Bylaws.

Section 6.2 Members of Board. The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified are:

1. Vera Farrington  
310 N.W. 2<sup>nd</sup> Ave.  
Delray Beach, FL 33444
2. C. Spencer Pompey  
1122 Martin Luther King Dr. N.W.  
Delray Beach, FL 33444
3. Clarence Vaughan  
40 N.W. 4<sup>th</sup> Ave.  
Delray Beach, FL 33444
4. Eugene K. Herring  
701 S.W. 8<sup>th</sup> Ave.  
Delray Beach, FL 33444

Section 6.3 Election. Directors shall be elected in accordance with the By-Laws of this Corporation.

## **ARTICLE VIII**

### **Incorporator**

The name and address of the incorporator is Vera Farrington, 310 N.W. 2<sup>nd</sup> Ave., Delray Beach, Florida 33444.

## **ARTICLE IX**

### **Prohibited Activities**

Section 9.1 No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons, except that this 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 hereof.

Section 9.2 No substantial part of the activities of this Corporation shall be for propaganda, or otherwise attempting to influence legislation. This Corporation shall not participate in, or intervene in (including by the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 9.3 Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c) of the Code or the corresponding provisions of any future United States Internal Revenue Law or (b) an entity or a corporation contributions to which are deductible under Sections 170(c)(1) or (2) of the Code or any other corresponding provisions of future United States Revenue Law.

## **ARTICLE X**

### **Dissolution**

If the Corporation is dissolved, any residual of this Corporation will be distributed for one or more exempt purpose or purposes specified in Section 501(c) of the Code or corresponding sections of any future Internal Revenue Law of the United States, or the Authority, or to the Federal, or the Florida State, or local government for exclusively public purposes. Subject to the foregoing, if the Corporation is dissolved, any residual assets of this Corporation will be distributed to a public corporation or to any entity qualifying under Sections 170(c) or (2) of the Code.

## **ARTICLE XI**

### **Indemnification**

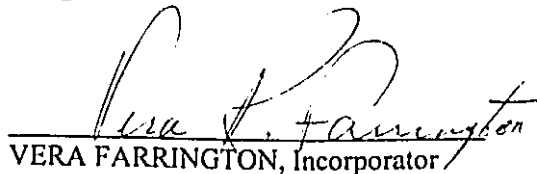
Every Director and every officer of the Corporation shall be indemnified by this Corporation to the full extent permitted by law against all expenses and liabilities, including attorney's fees in trial and appellate proceedings or any settlement thereof, reasonably incurred

by or imposed upon him/her in connection with any proceeding to which he /she may become involved, by reason of his /her being or having been a Director or officer of this Corporation, whether or not he/she is a Director or officer at the time such expenses are incurred, unless the liability of the Director or officer in question is adjudged by decision of a court of competent jurisdiction to result from the gross negligence or willful misconduct of such officer or Director in the performance of his/her duties; provided, however, that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of this Corporation. The foregoing right of indemnification shall be in addition to and shall not be exclusive of all other rights to which said director or officer may be entitled.

#### **ARTICLE XII** **Amendment**

These Articles of Incorporation may be Amended in accordance with the Florida Not For Profit Corporation Act, as amended.

**IN WITNESS WHEREOF,** the undersigned has executed these Articles of Incorporation, this 28 day of June, 1996.

  
VERA FARRINGTON, Incorporator

## CERTIFICATE OF DESIGNATION

### REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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: Expanding and Preserving Our Cultural Heritage, Inc
2. The name and address of the registered agent and office is:

Vera Farrington  
(Name)

310 N.W. 2<sup>nd</sup> Ave.  
(P.O. Box Not Acceptable)

Delray Beach, FL 33444  
(City/State/Zip)

Vera K. Farrington  
Vera Farrington, Incorporator

Date: June 28, 1996

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FILED  
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.

Vera K. Farrington  
Vera Farrington, Incorporator

Date: June 28, 1996

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EXPANDING AND PRESERVING OUR CULTURAL HERITAGE, INC.

"EPOCH"

310 NW 2nd Avenue  
Delray Beach, FL 33444  
561.272.6538

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

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-08/25/97--01121--019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Amendment/Document Number N960000003512

Dear Sir/Madame:

Enclosed is our executed amendment and one copy of our Articles of Incorporation. Also enclosed is a check for \$87.50 to cover the filing fee of \$35.00 and the fee for one certified copy of the amendment @ \$52.50.

Your prompt attention to this matter is appreciated. You may send the acknowledgement and certified copy to me at the address above.

Sincerely,

*Vera R. Farrington*  
Vera R. Farrington,  
President

97 AUG 25 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Called  
Vera authorized  
taking off DBA name  
REC 9-4

ALL  
CRG 9-4



**ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of**

**EXPANDING AND PRESERVING OUR CULTURAL HERITAGE, INC.**

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

**FIRST:**      Amendment(s) adopted: (Article(s) being amended, added or deleted is indicated.)

Article IV, Section 3.1.      Purposes. This organization 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 corresponding section of any future federal tax code.

Article IX, Section 9.1.      No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 purposes clause hereof.

Article IX, Section 9.2.      No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Article IX, Section 9.3.      Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or 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.

Article X.      Upon the dissolution of the organization, assets 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, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed

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of by the Court of Common Pleas of the county in which the principal office of the organization 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 purposes.

SECOND: The date of adoption of the amendments were: July 29, 1977

THIRD: Adoption of Amendment:

There were no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

**EXPANDING AND PRESERVING OUR CULTURAL HERITAGE**

Corporation Name

Vera R. Farrington

Signature of President

**Vera R. Farrington**

Typed Name

President

Title

August 21, 1977

Date