

19600004134

TRANSMITTAL LETTER

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

SUBJECT: Friends of Lincoln Foundation, 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

FILED
96 AUG - 7 PM 12:55
TALLAHASSEE, FLORIDA
STATE

FROM: Thomas H. Lewis
Name (Printed or typed)

208 West Carolina Street
Address

Tallahassee, Florida 32301
City, State & Zip

(904) 891-6500
Daytime Telephone number

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

D. BROWN AUG - 7 1996

**ARTICLE OF INCORPORATION
OF
THE FRIENDS OF LINCOLN FOUNDATION, INC.
A NON-PROFIT ORGANIZATION**

FILED
96 AUG -7 PM 12:55
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be the FRIENDS OF LINCOLN FOUNDATION, INC., a non-profit corporation.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The initial post office address of the principal office of place of business of said corporation in the State of Florida is Lincoln Neighborhood Service Center, 438 West Brevard Street, Tallahassee, Florida 32301. The Board of Directors of said corporation may from time to time move the principal place of business or office to any other address in the City of Tallahassee.

ARTICLE III - PURPOSE

The specific purposes for which Corporation is organized are to aid and assist the Lincoln Neighborhood Service Center which is a division of the Department of Neighborhood and Community Services of the City of Tallahassee, State of Florida. Such aiding and assistance is intended to take the form of soliciting and receiving contributions and donations of funds and property, both real and personal, to be used for the benefit of the Lincoln Neighborhood Service Center, a public facility project managed and operated by the City of Tallahassee for the welfare and assistance of the Frenchtown community and the community at large. The Corporation shall

be operated exclusively for the aforesaid purpose which includes providing educational, recreational, fraternal and other necessary desirable multi-services programs and activities under the auspices of the Center; supplementing the finances of the Center and generally doing each and everything that is reasonable and appropriate to further the welfare of the Frenchtown community and the community at-large that is contemplated to be undertaken under the aegis of the City of Tallahassee.

In furtherance of and in keeping with such objectives the Corporation shall have the right to acquire, either by gift or purchase, and to hold, own, sell, mortgage or encumber in any manner, lease and improve real estate and personal property for itself and other, either as Trustee or otherwise, and to receive, invest and disburse funds, and to hold property in its name for the purpose aforesaid, and to solicit and accept gifts or money or property in order to carry out the purposes set forth.

It is understood and agreed that in keeping with the general donation guidelines (Where applicable) adopted by the City Commission of the City of Tallahassee in February, 1979, no donation shall be accepted by the Corporation where the purpose for which it is intended by its donor is not one that is contemplated by the City of Tallahassee's program for the welfare of its citizenry. In no case shall any donations be accepted to be used for the personal benefits of any city official or employee or any Corporation official or employee. Nor shall any donation be accepted which could reasonably be expected to have any non-objective effect on any such official's or employee's future decision making process whereby the party making the donation could reasonably be expected to receive any special favor.

ARTICLE IV - MANNER OF ELECTION OF OFFICERS & DIRECTORS

The manner in which the Board of Directors are elected or appointed may be as stated in the By-Laws.

Section 1 The Board of Directors, at its first meeting and annually thereafter at the annual meeting, shall elect officers. The officers are elected to hold office for a period of two (2) years and until then successors are elected and qualify.

Section 2. The officers of the Corporation shall be President, Vice-President, Secretary and Treasurer and such other officers as may be determined upon and selected by the Board of Directors.

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes; provided, however that this Corporation, in exercising any one or more such power shall do so only in furtherance of the purposes for which this Corporation has been organized as described in Article III hereof.

ARTICLE VI - BYLAWS

The Board of Directors shall have the power to adopt and amend By-laws regulating the affairs and prescribing the duties of the officers of the Corporation, which By-laws shall not be inconsistent with these Articles of Incorporation.

ARTICLE VII - AMENDMENTS

Section 1. These Articles of Incorporation may be amended by the Board of Directors at any meeting by the affirmative vote of two-thirds (2/3) of the Board of Directors of the Corporation, provided that notice of the proposed amendments shall have been given to each Board of Directors member in writing at least ten (10) days prior to such meeting. Provided, further, however, that previous notice of any proposed amendments shall not be necessary at any meeting of the Board at which all of the Board of Directors of the Corporation are present.

ARTICLE X - INCORPORATORS

The names and the street addresses of the incorporators for these article of incorporation are:

Thomas H. Lewis

208 W. Carolina Street
Tallahassee, Florida 32301

William Rush

208 W. Carolina Street
Tallahassee, Florida 32301

Cedrick Foster

438 W. Brevard Street
Tallahassee, Florida 32301

Janie B. Reddings

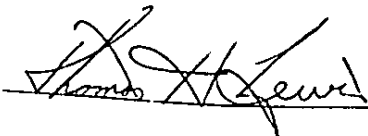
438 W. Brevard Street
Tallahassee, Florida 32301

Dorothy S. Bouie

746 North Macomb Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation this 25th
day of July, 1996.

Signature of Incorporator:



Thomas H. Lewis

Section 2. Amendments if the Article of Incorporation, when approved as aforesaid, must be forwarded to the Secretary of the State of Florida, and filed and approved before the same shall become effective.

ARTICLE VIII - DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of this Corporation, the Board of Directors shall, after paying and making provision of all the liabilities of the Corporation, distribute the assets to the City of Tallahassee, a municipal corporation, for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future Internal Revenue Code as the Board of Directors shall determine. Any of such assets not so disposed of shall be distributed by a court of the county in which the principal office of the foundation is then located to another organization to be used in such manner as in the judgment of the court will best accomplish the general purpose for which the dissolved Corporation was organized. In no event shall any of the assets or property of the Corporation or the proceeds of any such property or assets in the event of such dissolution, go or be distributed to members of the dissolved Corporation, either for the reimbursement of any such subscribe, donated or contributed by such members or for any other such purpose.

ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is Thomas H. Lewis,
208 W.Carolina Street, Tallahassee, Florida 32301

CERTIFICATION OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
96 AUG -7 PM 12:55
TALLAHASSEE, FLORIDA

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:

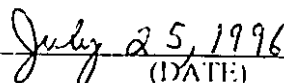
FRIENDS OF LINCOLN FOUNDATION, INC.

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

Thomas H. Lewis
Community Improvement
208 W. Carolina Street
Tallahassee, Florida 32301

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 provision 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.


(SIGNATURE)


(DATE)



N96000004134

CITY HALL
300 S. ADAMS ST
TALLAHASSEE, FL
32301-1731
904/891-8100
TDD 1-800/955-8771

RON WEAVER
Mayor

JOHN PAUL BAREY
Commissioner
CHIRIE LIGHTSEY
Commissioner
STEVE MIEGRICK
Commissioner

STEVEN C. BURKETT
City Manager
ROBERT H. INZER
City Treasurer/Clerk

JAMES R. ENGLISH
City Attorney
RICARDO FERNANDEZ
City Auditor

FRIENDS OF LINCOLN FOUNDATION, INC.
Lincoln Neighborhood Service Center
438 W. Brevard Street
Tallahassee, Florida 32301
904 891-6390

January 23, 1997

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

Re: No.: N96000004134

Dear Sir/Madame:

The attached amendment to articles of incorporation is being filed for the Friends of Lincoln Foundation, Inc. The amendment is compliance to the requirements of (3) Internal Revenue Services Code.

Should you have any questions or require any additional information, please contact

Janie B. Reddings
Lincoln Neighborhood Service Center
438 W. Brevard Street
Tallahassee, FL 32301
904/891-6391

Sincerely,

Janie B. Reddings

Janie B. Reddings

/jr

Will Wait

Amend.

N. HENDRICKS JAN 24 1997

FILED
97 JAN 24 AM 11:57
TALLAHASSEE, FLORIDA

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-01/24/97--01072--009
*****35.00 *****35.00

RECEIVED
96 JAN 24 AM 11:52
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FRIENDS OF LINCOLN FOUNDATION, INC.

FILED
97 JAN 24 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**FIRST: ARTICLE X - COMPLIANCE 501 (c) (3) OF THE INTERNAL
REVENUE CODE**

Said 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 sections of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except 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 purpose clause hereof. 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 statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions 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

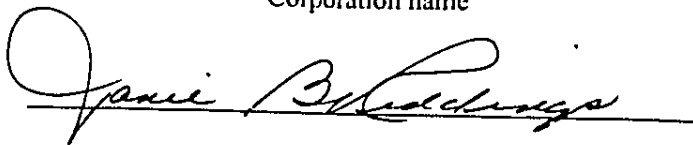
Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SECOND: The date of adoption of the amendment was January 14, 1997.

THIRD: Adoption of Amendment (Check one)

- ☐ The amendment was adopted by the members and the number of votes cast for the amendment was sufficiently for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

Friends of Lincoln Foundation, Inc.
Corporation name



Secretary
Title

January 22, 1997
Date