

N 9600000455

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August 20, 1996

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

SEP 11 1996
10:22 AM
*****70.00 *****70.00

Re: **Articles of Incorporation – Collier County Unity Council, Inc.**

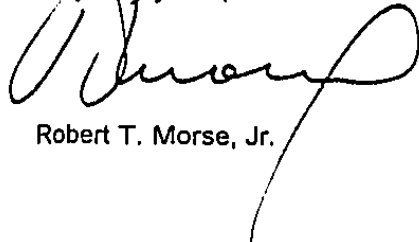
Good Morning:

Enclosed for filing with the Department of State are the original Articles of Incorporation of the Collier County Unity Council, Inc., a not-for-profit corporation organized under Chapter 617, Florida Statutes.

Also enclosed is my check in the amount of \$70.00 to cover both the \$35 Filing Fee, as well as the \$35 fee for Designation and Acceptance of the Registered Agent.

Should there be any questions, please contact me as noted in the letterhead above. Otherwise, I presume the official Certificate of Incorporation will be forwarded directly to the Registered Agent.

Very truly yours,



Robert T. Morse, Jr.

8-27-96

ARTICLES OF INCORPORATION
of
COLLIER COUNTY UNITY COUNCIL, INC.

The undersigned, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, does hereby certify

ARTICLE I -- NAME

The name of this Corporation is **COLLIER COUNTY UNITY COUNCIL, INC.**, whose initial registered address is 782 - 103rd Avenue North, Naples, Florida 33963.

ARTICLE II -- PURPOSES

The Corporation is organized and shall be operated exclusively for charitable and educational purposes, specifically including the following:

- To educate the community of Collier County in the relevance of treating each person with dignity and respect and considering each person to be of human value;
- To publicly address issues of unfair treatment and injustice inflicted upon individuals or segments of our community;
- To promote unity and harmony through community wide activities and celebrations;
- To encourage and welcome the active, visible participation and support of all diverse faiths toward the accomplishment of our mission;
- To create a comprehensive outreach effort to different community organizations and business to treat each person with the utmost dignity and respect;
- To actively support the reduction of prejudice and hatred through advocating for the growth and development of organizations designed to enhance the human potential;
- To engage in any lawful activity for which non-profit corporations may be incorporated under the Florida Not For Profit Corporation Act of the State of Florida.

The Corporation may receive and maintain funds of real or personal property or both, and subject to the restrictions and limitations hereinafter set forth, use and apply the whole or any part of the income therefrom and the principal part thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code and its regulations, as they now exist or as they may hereafter be amended.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its directors, 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 II 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 campaign on behalf of or in opposition to any candidate for public office.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4943 of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws; nor retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws; nor make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

Notwithstanding any other provision of this certificate, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter may be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE III -- POWERS

The Corporation shall have all corporate powers as provided for Corporations Not For Profit in Section 617.0302 of the Florida Statutes.

ARTICLE IV -- TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V -- MEMBERS

The membership of this Corporation shall consist of such persons as, from time to time, may become members and who may be classified under membership categories and processes in the manner provided by the By-laws of the Corporation.

ARTICLE VI -- BOARD OF DIRECTORS AND OFFICERS

Section 1 The business affairs of the corporation shall be managed by the Board of Directors. The number of directors shall be provided in the By-laws but shall never be less than three.

Section 2 The Board of Directors shall be elected and hold office in accordance with the By-laws. The Incorporator may designate Initial Directors, as may be appended to these Articles of Incorporation.

Section 3 The Corporation shall have officers as shall be provided by the By-laws. The officers shall be elected at the time of the Annual Meeting of the Board of Directors or as provided in the By-laws.

ARTICLE VII -- BY-LAWS

The Board of Directors of the Corporation may provide such By-laws for the conduction of its business and the carrying out of its purposes, and may amend, alter or rescind the By-laws as they may deem necessary from time to time.

ARTICLE VIII -- AMENDMENTS

These Articles of Incorporation may be amended at a regular meeting of the Board of Directors upon notice given, as provided by the By-laws of intention to submit such amendments, or at a special meeting of the Board of Directors called for that purpose, by a two-thirds (2/3) vote of those present.

ARTICLE IX -- LOCATION

The location of the Corporation shall be at those places established by the Board of Directors that will enable the Corporation to effectively serve its purposes.

ARTICLE X -- ANNUAL MEETING

The Annual Meeting of the Corporation shall be in September of each year, or at such time that is established by the Board of Directors.

ARTICLE XI -- DISSOLUTION

In the event of dissolution of the Corporation or the winding up of its affairs, all of its assets shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify 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. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in

which the principal office of the Corporation 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. No member, director, officer or private individual shall be entitled to share in the distribution of any of the assets upon such dissolution.

ARTICLE XII -- INITIAL REGISTERED AGENT

The name and street address of the Corporation's registered agent in the State of Florida is Susan McDermott, 782 - 103rd Avenue North, Naples, Florida 33963.

ARTICLE XIII -- INCORPORATOR

The name and street address of the incorporator of this Corporation is: Henry C. Tribble, 532 Tallwood, Marco Island, Florida 33937

ARTICLE XIV -- INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of _____, 1996.

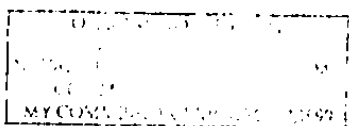
Incorporator

STATE OF FLORIDA

COUNTY OF COLLIER

This instrument was acknowledged before me this 2nd day of August, 1996 by Henry C. Tribble, who is personally known to me.

Donna B. Douglas
Signature of Notary Public



Donna B. Douglas
Print Name of Notary Public


Serial Number: CCS 17915

My commission expires: 12/31/96

DESIGNATION OF INITIAL DIRECTORS

Pursuant to the provisions of the Articles of Incorporation of the COLLIER COUNTY UNITY COUNCIL, INC., the undersigned incorporator hereby designates the following as the initial directors of the Corporation who shall hold office until their successors are elected and have qualified or until removed:

- Henry C. Tribble
532 Tallwood
Marco Island, Florida 33937
- Myra Shapiro
4301 Gulfshore Blvd., N., #401
Naples, Florida 33940
- LaVerne Franklin
450 Henley Drive
Naples, Florida 33942
- Susan McDermott
782 - 103rd Avenue N.
Naples, Florida 33963



Its Sole Incorporator

**CERTIFICATE NAMING REGISTERED OFFICE AND REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Florida Statutes, the following is submitted:

That COLLIER COUNTY UNITY COUNCIL, INC., a not for profit corporation duly organized and existing under Chapter 617, Florida Statutes, with its initial principal place of business at 782 - 103rd Avenue North, Naples, Florida 33963, has named Susan McDermott, whose address is 782 - 103rd Avenue North, Naples, Florida 33963 as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT AND ACCEPTANCE

Having been named 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent under Section 617.0501, Florida Statutes.

Dated this _____ day of _____, 1996

Susan McDermott
Susan McDermott

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