

N96000005200



*Charles J. Gillette, Jr., P.A.*

ATTORNEY & COUNSELOR AT LAW  
Licensed in Florida and Georgia

3410 N. MYRTLE AVENUE • JACKSONVILLE, FL 32209 • (904) 358-1304 • FAX (904) 355-1483

September 26, 1996

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-10/02/96 -01060 -007  
\*\*\*\*122.50 \*\*\*\*122.50

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


**RE: ARTICLES OF INCORPORATION OF ST. PAUL COMMUNITY  
EMPOWERMENT CENTER**

Dear Sir/Madam:

Please find enclosed an original and one (1) copy of the articles of incorporation for the above referenced corporation. We have also enclosed check number 624 in the amount of \$122.50 for the filing fee.


If there are any questions or concerns please contact our office at the letterhead address or telephone number.

Sincerely,

  
**EVELYN L. JACKSON**  
Legal Assistant

/elj

Enclosures

 GAVE

AUTHORIZATION BY PHONE TO

CORRECT add office

DATE 10-96

DOC. EXAM. WJW

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -2 PM 3:38

WJW 10-96

**ARTICLES OF INCORPORATION  
OF  
ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
55 OCT -2 PM 3:39

We, the undersigned, hereby associate ourselves together the purpose of becoming a corporation not for profit under Chapter 617, laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I: NAME**

The name of the corporation is **ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.**

**ARTICLE II: PURPOSE**

This not for profit corporation is organized for the purpose of transacting any or all lawful business including counseling, providing living resource information, providing after school study and activity programs, senior citizen day care service and thrift store services.

**ARTICLE III: PRINCIPAL OFFICE**

The street address of the principal office is 3738 Winton Drive, Jacksonville, Florida 32208. The mailing address of **ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.**, is the same as the street address for the principal office.

**ARTICLE IV: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 3410 N. Myrtle Avenue, Jacksonville, Florida 32208, and the name of the initial registered agent of this corporation at the address is Charlie J. Gillette, Jr., Esquire.

**ARTICLE V: DURATION**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed.

**ARTICLE VI: DIRECTORS**

(a) Number. The corporation shall have seven (7) directors initially. The method of election of directors shall be stated in the corporate by-laws.

(b) Initial Board of Directors. The names and addresses of the initial directors, who

shall hold office until the first annual meeting of members, is as follows:

John E. Guns, M.Div.	1733 Galladion Court Jacksonville, Florida 32218
Claude Hunter	4338 Trenton Drive Jacksonville, Florida 32209
Willie Henry	6626 Rhone Drive Jacksonville, Florida 32208
Paytie Cross	2038 Forest Hills Road Jacksonville, Florida 32208
Louise Crumady	5325 Foxboro Road Jacksonville, Florida 32208
Charlie J. Gillette, Jr., Esq.	3410 North Myrtle Avenue Jacksonville, Florida 32209
Marion Crawford	6124 Ardisia Road Jacksonville, Florida 32209

(c) Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### ARTICLE VII: BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the members or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the members if the members specifically provide that such bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE VIII: INCORPORATORS

The name and street address of the incorporators of this corporation is:

John E. Guns, M.Div.	1733 Galladion Court Jacksonville, Florida 32218
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Claude Hunter

4338 Trenton Drive  
Jacksonville, Florida 32209

Paytie Cross

2038 Forest Hills Road  
Jacksonville, Florida 32208

IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these

Articles of Incorporation as of this \_\_\_\_ day of September, 1996.

  
JOHN E. GUNS, M.Div.

  
CLAUDE HUNTER

  
PAYTIE CROSS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -2 PM 3:38

**CERTIFICATE OF DESIGNATION**

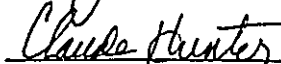
Registered Agent/Registered Office

Pursuant to the provisions of Section 617 Statutes, the undersigned not for profit 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 **ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.**

2. The name of the Registered Agent is **Charlie J. Gillette, Jr. Esq.** The street and mailing address of the Registered Office is 3410 N. Myrtle Avenue, Jacksonville, Florida 32209.

  
JOHN E. GUNS, M.Div. Incorporator

  
CLAUDE HUNTER, Incorporator

  
PAYTIE CROSS, Incorporator

HAVING BEEN NAMED, as Registered Agent for this Corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the

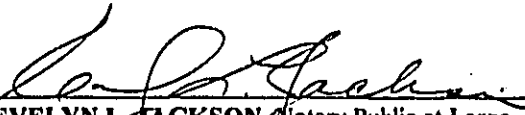
designation.

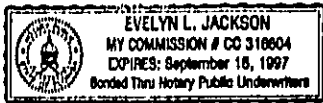
Dated on 23 day of September, 1996.

  
CHARLIE J. GILLETTE, JR, Registered Agent

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me on this 23 day of September,  
1996, by ALL SIGNERS, PERSONS.

  
EVELYN L. JACKSON, Notary Public at Large



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -2 PM 3:38

*John E. Guss* **N96000005200**

Requestor's Name  
 Address  
 City/State/Zip Phone #

*1733 Gallatin Court*  
*Jacksonville, FL 32218*

RECEIVED  
 01/29/97 01003--029  
 Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- St Paul Community Empowerment Center, Inc.*  
 (Corporation Name) (Document #)
- (Corporation Name) (Document #)
- (Corporation Name) (Document #)
- (Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time ☐ Certified Copy  
☒ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED  
 97 JAN 28 AM 10:10  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

RECEIVED  
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 DIVISION OF CORPORATION

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

N. HENDRICKS JAN 29 1997

Examiner's Initials	
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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF  
ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.  
(A CORPORATION NOT-FOR-PROFIT)**

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:

**AMENDED ARTICLE II - PURPOSE**

The Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Service Code of 1986, as amended. ("Code") (or the corresponding provision of any future United States Internal Law).

**AMENDED ARTICLE VI - DIRECTORS**

Section 1: Number. The corporation shall have eleven (11) directors initially. The method of election of directors shall be stated in the corporate by-laws.

Section 2: Board of Directors. The names and addresses of the directors, who shall hold office until the first annual meeting of members, is as follows:

John E. Guns, M.Div.  
Chairman

1733 Galladion Court  
Jacksonville, Florida 32218

Gaylynn Lankford  
Vice-Chairman

5991 Chester Avenue, Ste. 111  
Jacksonville, florida 32217

Isiah Williams  
Secretary

8905-B Castel Boulevard  
Jacksonville, Florida 32208

Paytie Cross  
Treasurer

2038 Forest Hills Road  
Jacksonville, Florida 32208

Hampton Owens  
Chief Financial Officer

5859 Moncrief Road  
Jacksonville, Florida 32209

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF  
ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.  
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Charlie J. Gillette, Jr., Esq. Member	3410 North Myrtle Avenue Jacksonville, Florida 32209
Milton Thredercraft Member	3663 Raines Avenue Jacksonville, Florida 32209
King Holzendorf Member	220 East Bay Street Jacksonville, Florida 32203
Claude Hunter Member	4338 Trenton Drive Jacksonville, Florida 32209
Izell Blunt Member	1780 Pearce Street Jacksonville, Florida 32209
Rev. Nelson Haywood Member	3722 Ionia Street Jacksonville, Florida 32206

**ADDED ARTICLE IX - LIMITATION OF ACTIVITIES**

**Section 1:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director or officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no Director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the corporation; provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon any Non-Profit Corporation described in Section 501 (c)(3) and Section 170 (c)(2) of the Code and specified in Section 3 below. 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 any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

**Section 2:** Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities nor permitted

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF  
ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.  
(A CORPORATION NOT-FOR-PROFIT)**

to be conducted or carried on by an organization exempt from taxation under Section 501 (c)(3) of the Code, or by an organization receiving contributions deductible under Section 170 (c)(2) of the Code.

Section 3: Upon the dissolution of the Corporation, any assets after paying or making provisions for the payment of the liabilities of the Corporation shall be distributed to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Section 501 (c)(3), Section 170 (c)(2), and Section 509 (a)(1) or (2) of the Internal Revenue Code of 1986 or corresponding Sections of any or future Internal Revenue Code by reason of such organization or organizations providing public services, or to the federal, state, or local government for an exclusive public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such charitable purposes, or to such organizations organized and operated exclusively for such charitable purposes, as said court shall determine.

**ADDED ARTICLE X - INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Section 1: The Corporation shall indemnify against liability to the fullest extent authorized or permitted by the provisions at 617.0831 Florida Statute as amended, (or any amendment or successor provision thereof or any other statutory provision authorizing or permitting such indemnification which is adopted after the date this Article X is adopted) any person, and his heirs, executors, administrators, and legal representatives, who is or was a party to any proceeding by reason of the fact that such person is or was an officer, director, manager, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise at the request of the corporation. Such persons who are entitled to be indemnified shall be paid their expenses in advance of a final disposition of the proceeding to the maximum extent authorized or permitted by the provision of 607.014 (6) Florida Statute or any amended or successor section.

Section 2: Article X, Section 1 of these Articles, shall not be construed to mean that indemnification by the Corporation pursuant to 607.014(7) Florida Statute is not permitted. The Corporation may indemnify any person pursuant to Section 607.014(7) Florida Statute, or any amended or successor section, to the extent and in the manner desired by the Corporation and permitted by law.

Section 3: Terms used in this Articles shall have the meanings ascribed to them in 607.014(11) Florida Statute or any amended or successor section.

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ST. PAUL COMMUNITY EMPOWERMENT CENTER, INC.  
(A CORPORATION NOT-FOR-PROFIT)**

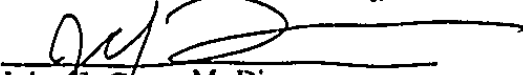
**ADDED ARTICLE XI - LIMITATION OF CORPORATE POWERS**

Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on Non-Profit Corporations under the laws of the State of Florida.

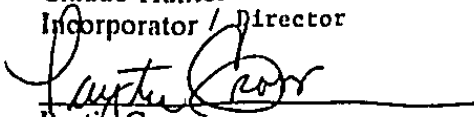
**ADDED ARTICLE XII - AMENDMENTS**

The power to alter, amend or repeal these Articles of Incorporation shall be vested in the Directors, as more specifically provided in the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned being the Incorporator of the Corporation, has hereunto set his hand and seal this 17 day of January 1997.

  
John E. Guns, M. Div.  
Incorporator / Chairman

  
Claude Hunter  
Incorporator / Director

  
Paytie Cross  
Incorporator / Treasure

SECOND: The date of adoption of the amendment(s) was: 1/17/97

THIRD: Adoption of Amendment: (Check one)

☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.


☒ There are no member or members entitled to vote on the amendment.  
The amendment(s) was (were) adopted by the board of directors.

STATE OF FLORIDA

COUNTY OF DUVAL

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, John E. Guns, chairman, to be well known to me to be the person who executed the foregoing Articles of Amendment of Articles of Incorporation of St. Paul Community Empowerment Center, Inc. and acknowledged before me that he executed the same freely and voluntarily for the purpose therein set forth and expressed.

IN WITNESS THEREOF, I have hereunto set my hand and affix my official seal on this 17th day of January 1997.

  
Notary Public  
State of Florida at Large

(Seal)

My commission expires: \_\_\_\_\_

