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PHYLLIS M. ROSIER, P.A.

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Starke, Florida 32091
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December 30, 1997

Division of Corporations
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

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-01/05/98--01063--001
*****70.00 *****70.00

Re: Baker County Youth Hope Center, Inc.;
Articles of Incorporation

Dear Sir/Madam:

Please find enclosed for filing the original and one copy of the Articles of Incorporation for Baker County Youth Hope Center, Inc. Also enclosed is a check in the amount of \$70.00 to cover the cost of filing.

Upon filing, please return a copy of the Articles of Incorporation in the envelope provided.

Your assistance in this matter is greatly appreciated.

Sincerely,

Phyllis M. Rosier
Phyllis M. Rosier

PMR/cec
Enclosures

Dmc
1-8-98

98 JAN -5 AM 9:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BAKER COUNTY YOUTH HOPE CENTER, INC.
A NOT FOR PROFIT FLORIDA CORPORATION

FILED

98 JAN -5 AM 9:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is BAKER COUNTY YOUTH HOPE CENTER, INC.

ARTICLE II

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Secretary of State of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE III

GENERAL NATURE OF BUSINESS

This corporation is organized for the following purposes:

A. The Youth Hope Center will strive to help the youth of all races come to know Jesus Christ as their personal savior. In addition, it will provide an atmosphere and the opportunity for youth of all races to become productive citizens in our county, state and nation.

B. All youth will receive counseling, tutorial help, self

esteem building sessions, prayer sessions, and participate in various recreational activities. Jesus Christ will be the central focus of the Baker County Youth Hope Center and it will not be affiliated with any particular church or denomination.

C. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitations as to its amount or value and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income principal proceeds of such proceeds for any of the purposes set forth herein.

D. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

QUALIFICATIONS AND ADMISSION OF MEMBERS

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the bylaws of this corporation.

ARTICLE V

NOT FOR PROFIT NATURE; POWERS

1. The Corporation is organized pursuant to the Florida Nonprofit Corporation Code and is a nonprofit corporation as described in Section 501(c)(3) of the Internal Revenue Code, as amended.

2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. 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 on behalf of or in opposition to any candidate for public office.

3. Anything contained in these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) a

corporation organized and existing under the Florida Nonprofit Corporation Code.

4. In the event of the dissolution and liquidation of this Corporation, to the extent allowed or permitted under applicable laws, the property and assets of the Corporation shall be as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to any organization organized and operating for the same purposes for which the Corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, or educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these Articles of Incorporation or that the Corporation shall fail to act within a reasonable time in the manner provided in these Articles of Incorporation, the Circuit Court of Baker County shall, upon application of one or more persons having a real interest in the Corporation or its assets make such distribution(s) as provided in these Articles of Incorporation.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT/PRINCIPAL OFFICE

The street address of the initial registered office of this

corporation in the State of Florida will be 100 West Call Street, Starke, Florida 32091, and the name of its initial registered agent at such address is Phyllis M. Rosier. The street address of the principal office is 23A and Minnesota Avenue, Macclenny, Florida 32063 and the mailing address of the principal office is Post Office Box 1064, Macclenny, Florida 32063.

ARTICLE VII

DIRECTORS

This corporation shall have five directors initially. The number of directors may be increased or decreased from time to time in the manner provided for in the bylaws of the corporation, provided that the corporation shall always have at least three directors. The officers of the organization comprise The Board of Directors: President; Vice-President; Secretary; and Treasurer are duly elected by the general membership at the annual business meeting, or as may be set forth in the bylaws of the corporation. The name and street address of the initial directors of this corporation, who shall serve until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Carl West	Post Office Box 1064 Macclenny, Florida 32063
Lu Ann Williams	Post Office Box 216 Glen St. Mary, Florida 32040
Ed Yarborough	Route 1, Box 420 Sanderson, Florida 32087
Joe Ruise	Post Office Box 236 Glen St. Mary, Florida 32040

Franklin Griffis

Post Office Box 564
Glen St. Mary, Florida 32040

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Carl L. West	Post Office Box 1064 (412 South Blvd. West) Macclenny, Florida 32063

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors of this corporation.

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 30th day of December, 1997.



 CARL WEST

STATE OF FLORIDA)
)SS:
 COUNTY OF Baker)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements in the State and County

aforesaid, personally appeared CARL WEST, who is personally known to me or has presented valid identification, to me known to be the person described as the Incorporator in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 30th day of December, 1997.



Notary Public
My Commission Expires:

98 JAN -5 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. The undersigned is familiar with and accepts the obligations of a registered agent.



Phyllis M. Rosier