

Jan. 22, 1998 3:19PM HARLEE PORGES ET AL

No. 0105 P. 1/5 NAACP

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CONTACT: TOM PUTNAM  
PHONE: (941)748-3770

ACCT#: 076077002227

FAX #: (941)746-4160

NAME: THE NAACP ECONOMIC EMPOWERMENT AND COMMUNITY

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HARLEE PORGES ET AL

No. 0105 P. 2/5

FAX AUDIT NO.: H98000001420

**ARTICLES OF INCORPORATION  
OF  
THE NAACP ECONOMIC EMPOWERMENT AND COMMUNITY  
HOUSING DEVELOPMENT CORPORATION**

**ARTICLE I. NAME**

The name of the Corporation is: The NAACP Economic Empowerment and Community Housing Development Corporation.

**ARTICLE II. PRINCIPAL OFFICE**

The address of the principal office of the corporation is 900 3rd Street East, Bradenton, Florida, and the mailing address of the corporation is Post Office Box 937, Bradenton, Florida 34206.

**ARTICLE III. DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE IV. PURPOSES AND POWERS**

A. This Corporation is a not-for-profit Corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes for which this Corporation is organized are: (i) to operate exclusively for charitable, public safety and educational purposes; (ii) to exercise all rights and powers conferred by the laws of the State of Florida on non-profit corporations; (iii) without limiting the purpose stated in (ii), above, to increase the availability of decent housing that is affordable to low- and moderate income residents of Manatee County; (iv) without limiting the purpose stated in (ii), above, to increase the employment opportunities for the low income residents of Manatee County; (v) without limiting the purpose stated in (ii), above, to facilitate the availability of businesses and services located within Manatee County to the county's

**PREPARED BY:**

Curtis D. Hamlin, Esq. (Bar No.: 0237922)  
Harlee, Porges, Hamlin,  
Knowles, Bald & Prouty, P.A.  
1205 Manatee Avenue West  
Bradenton, Florida, 34205  
(941) 748-3770

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residents; (vi) without limiting the purpose stated in (ii), above, to provide the necessary community services to Manatee County's low income residents in situations in which these services are not available from government or other services.

B. The purposes for which the Corporation is organized are exclusively charitable within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (i) by an organization exempt from taxation under Section 501(c)(4) of the Internal Revenue Code and the Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended, or (ii) by an organization, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or to any member of the Corporation or to any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

E. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

F. in the event of dissolution, the residual assets of the Corporation will be turned over to the Manatee County Branch of the National Association for the Advancement of Colored People (NAACP).

#### **ARTICLE V. QUALIFICATION OF MEMBERS**

The terms, conditions and qualification with respect to the membership (if any) of this Corporation shall be as provided for by the By-laws of the Corporation.

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#### **ARTICLE VI. INITIAL REGISTERED AGENT**

The address of this Corporation's current registered office is 2115 18th Street Court East, Bradenton, Florida 34208.

The name of the individual who is currently serving as this Corporation's registered agent at that address is William A. Gibson.

#### **ARTICLE VII. BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of the Board of Directors. The number of the initial Board of Directors for the Corporation shall be as provided for in the Corporation's By-laws. It is further provided that the number of Directors may be increased or decreased from time to time, as provided in the Corporation's By-laws, but shall never be less than three (3) nor more than nine (9). Such Directors are to be elected or appointed in the manner provided for by the Corporation's By-laws.

#### **ARTICLE VIII. SUBORDINATION**

The Corporation shall be subordinate to and subject to the authority of the Manatee County Branch of the National Association for the Advancement of Colored People (NAACP), as a 50 1 (c)(4) organization, and shall comply with the policies of the NAACP, both State Conference and National Office.

#### **ARTICLE IX. INDEMNIFICATION**

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities including attorney's fees reasonably incurred in connection with any threatened, pending or completed action site or proceedings or settlement thereof in which they may become involved as a part or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

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**ARTICLE X. INCORPORATOR**

The name of the incorporator of this Corporation is as follows: Nettie M. Bailey. The address for the incorporator is 616 61<sup>st</sup> Avenue East, Bradenton, Florida, 34203.


IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 22<sup>nd</sup> day of January, 1998.

  
Nettie M. Bailey, Incorporator

**ACKNOWLEDGMENT BY REGISTERED AGENT**

The undersigned hereby acknowledges that, as set forth in the foregoing Articles of Incorporation, he is presently serving as registered Agent of The NAACP Economic Empowerment and Community Housing Development Corporation, Incorporated. Pursuant to Section 617.0501(3), Florida Statutes (1995), I hereby state that I am familiar with and will continue to perform the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 22<sup>nd</sup> day of January, 1998.

  
William A. Gibson, as Registered Agent

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