

N-980000000685

January 20, 1998

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

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-02/05/98--01020--012
****122.50 ****122.50

Dear Sir/Madam:

Please find enclosed Articles of Incorporation for the newly formed non profit organization ITOP. Also enclosed is a check in the amount of \$122.50. Please forward letter of acknowledgement and letter of certification to the registered agent at the principal place of business address:

Dr. Samuel G. Ellis
2150 Martin Luther King Jr, Avenue
Ft. Lauderdale, FL 33311

Thank you in advance.

Sincerely,

Pamela O. King
Pamela O. King
Member, Board of Directors

FILED
98 FEB -5 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 05 1998

ITOP, Inc.
ARTICLES OF INCORPORATION -1

ARTICLES OF INCORPORATION
OF
ITOP, INC.
(A corporation not-for-profit)

FILED
98 FEB -5 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being desirous of forming a corporation for charitable, social services, educational, and philanthropic purposes, pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this corporation is ITOP, Inc.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS: REGISTERED AGENT

The principal place of business and mailing address of this corporation is: 2150 Martin Luther King Avenue, Ft. Lauderdale, Florida 33311. The initial registered agent of the corporation is Samuel G. Ellis, whose address is 2121 NW 47th. Avenue, Lauderhill, Florida 33313.

ARTICLES III

PURPOSES

The general nature of the objects and purposes of this corporation shall be:

Section 1.

- A) To maintain and operate a charitable and community based organization to improve working and living (economic) conditions of the residents located within the communities served by the corporation.
- B) To provide a constructive educational and learning environment that will

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ARTICLES OF INCORPORATION -2

fulfill the needs of the surrounding community.

- C) To conduct any other activities permitted under Florida Statute 617.

Section 2.

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

Section 3.

As means of accomplishing the foregoing purpose, the Corporation shall have the following powers:

- 1) To accept acquire, receive, take, and hold by bequest, devise, grant, gift, purchases, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature, or description and whatever situated.
- 2) To sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law.
- 3) To borrow money, and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the Corporation for monies

ITOP, Inc.

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borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure the payment of such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the Corporation wherever situated, whether now owned or here after to be acquired.

- 4) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant, or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations, as they now exist or as they may hereafter be amended.
- 5) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the Corporation, subject to the further limitations and conditions, that notwithstanding any other provision of these articles of incorporation, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the Corporation as may be exercised by an organization exempt under

ITOP, Inc.

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Section 501(c)(3) of the Internal Revenue Code and it's Regulations as they now exist or as they may hereafter be amended 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.

- 6) To work in conjunction with and to contract with, for any purpose for which the corporation is organized, agencies of the Governments of the United States and the State of Florida and its counties and municipalities, and with all institutions licensed thereby, insured thereby and operating under the laws and regulations thereof.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually unless dissolved according to law.

ARTICLE V. OFFICERS

Section 1.

The officers of the Corporation shall be a President, Vice President, a Secretary, a Treasurer, and such other officers as may be provided by the By-laws.

Section 2.

The names of the persons who are to serve as officers of the Corporation are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Samuel G. Ellis	2121 NW 47th. Avenue, Lauderhill, FL 33313
Vice President	Carolyn L. Ellis	2121 NW 47th. Avenue, Lauderhill, FL 33313

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Secretary Kenneth Moorer 2321 NW 47th. Avenue, Lauderhill, FL 33313

Treasurer Sharon Clark 3160 Houston Street, Ft. Lauderdale, FL 33312

ARTICLE VI. BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by its Officers and Board of Directors.

Section 2. This corporation shall have five (5) Directors. The number of Directors may be increased or decreased from time-to-time, in accordance with the By-laws, but shall not be fewer than three (3). The names and addresses of each Director are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Dean Gibson	4520 N. W. 36th. Street, #212, Lauderdale Lakes, FL 33309
Pamela O. King	1001 N. W. 5th. Street, Ft. Lauderdale, FL 33311
Shari Saunders	4311 N. W. 25th. Place, Lauderhill, FL 33313
Leon Westbrook	785 Pennsylvania Avenue, Ft. Lauderdale, FL 33312
Doyle Scott	2643 N. W. 9th. Court, Pompano Beach, FL 33069

ARTICLE VII. DISSOLUTION

Upon the dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable or educational organizations, which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations, as they may now exist, or as they may hereafter be amended.

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service to process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Samuel G. Ellis

Registered Agent

STATE OF FLORIDA}

COUNTY OF BROWARD}

BEFORE ME, a Notary Public, duly authorized to take acknowledgments, personally appeared, SAMUEL G. ELLIS, to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation. WITNESS my hand and official seal at Ft. Lauderdale, Broward County, Florida, this 22nd day of January, 1998

(SEAL)

Pamela O. King

Notary Public, State of Florida

Print Name: Pamela O. King

My commission expires:

Pamela O. King

MY COMMISSION # CC651212 EXPIRES

May 28, 2001

BONDED THRU TROY FAIR INSURANCE, INC.



FILED
98 FEB -5 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA