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CARMEN CUMMINGS
Requestor's Name

6738 DUNERAIL TRAIL
Address

TALLAHASSEE, FL 32308
City/State/Zip Phone #

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

1. THE PROMISES TEAM, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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

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

AMENDMENTS	
<input 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

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

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**ARTICLES OF INCORPORATION
THE PROMISES TEAM, INC.**

ARTICLE I - NAME

The name of the organization shall be the "Promises Team, Inc."

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address shall be 6738 Donerail Trail, Tallahassee, Florida 32308.

ARTICLE III - PURPOSE

The purpose of the Promises Team, Inc., is exclusively charitable, religious, scientific, literary, and educational.

More specifically, the Promises Team, Inc., will exist to provide culturally enriching activities and seminars to youth and senior citizens in the community; to provide theatrical training, music workshops, and Christian leadership training; to promote the general welfare by providing from time to time services to the community to prevent its deterioration, to encourage the rehabilitation, and to promote the development of its people, physical assets, and institutions.

The purpose of the Promises Team, Inc., is exclusively charitable, religious, scientific, literary, and educational within the meaning of §501(c)(3) of the Internal Revenue Code of 1954 as amended, and including within such purposes the making of distributions to organizations that qualify as exempt organizations under the said §501(c)(3) of the Internal Revenue Code, as amended, and further:

A. No part of the net earnings of the Promises Team, Inc., shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons except that the Promises Team, Inc., 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 these Articles of Incorporation.

B. Notwithstanding the purpose as set forth herein, in the event of dissolution of the Promises Team, Inc., any remaining assets shall be distributed only to such organizations which are exempt under §501(c)(3) of the Internal Revenue Code.

C. No substantial part of its activities or any organization to which it may contribute shall be for the carrying on of propaganda, or otherwise attempting to influence legislation or participate in or influence any political campaign, or any other activity which would disqualify corporations from tax exemption under Section 501 of the

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Internal Revenue Code or other applicable Federal, State, or Local law(s) or regulation(s) now or hereafter enacted.

D. The Promises Team, Inc., shall neither engage in prohibited transactions as defined in §501(c) of the Internal Revenue Code, and any successor section, nor shall it unreasonably accumulate income or otherwise invest in such a manner that would result in a denial of tax exemption under applicable Federal, State, or Local law(s) or regulation(s) now or hereafter enacted.

E. In compliance with the Internal Revenue Code of 1954, the Promises Team, Inc., shall distribute its income for each taxable year at such time and in such manner as not to subject the corporation to tax under §4942 of the 1954 Code, and shall not engage in any act of self-dealing as defined in § 4941(d), retain any investments in such manner as to subject the Promises Team, Inc., to tax under §4944 to make any taxable expenditures as defined in §4945(d) of the 1954 Code, or corresponding provisions of any subsequent Federal Tax Law.

The Promises Team, Inc., does not contemplate pecuniary gain or profit, incidental or otherwise.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. Number and Qualifications. The affairs of the Promises Team, Inc., shall be governed by a Board of Directors composed of five (5) persons. Except as otherwise required by law, the Directors need not be residents of the State of Florida and need not be elected from among the General Membership of the Promises Team, Inc. The Directors shall be broadly representative of community interests and professional experience as determined by the General Membership.

Section 2. Governing Powers. The Board of Directors shall have all the powers and duties necessary or appropriate for the administration of the affairs of the Promises Team, Inc., and may perform such acts not otherwise prohibited by Florida law, these Articles of Incorporation, By-Laws, or the General Membership.

Section 3. Election and Terms of Office. Candidates for a position on the Board of Directors shall be elected by the General Membership via secret ballot at the Annual Meeting in September.

A. Election. An Elections Committee shall be in charge of election portion of the meeting. Procedures shall be established in the By-Laws of the Promises Team, Inc.

B. Terms of Office. Directors shall serve as follows: the term of three (3) Directors shall be fixed for five (5) years; the term of two (2) Directors shall be fixed to three (3) years. The Directors shall hold office until their successors have been elected and

qualified.

Section 4. Vacancies. Vacancies on the Board of Directors caused by any reason other than the removal of a Director by a vote of the General Membership shall be filled by a vote of the majority of the remaining Directors, even though they may constitute less than a quorum; and each person so elected shall be a Director until a successor is elected by the Members at the next annual meeting. Any vacancy must be filled within forty-five (45) days, or at the next meeting of Directors, whichever occurs first.

Section 5. Removal of Directors. At any annual or special meeting of the General Membership, any one or more of the Directors may be removed with or without cause by vote of the majority of the entire Membership of record. A successor Director may be immediately elected to fill the vacancy thus created. Any Director whose removal has been proposed by the Members shall be given an opportunity to be heard at this meeting. A Director may resign by submitting his/her written resignation to the Secretary of the Promises Team, Inc., which shall become effective immediately upon receipt of the same by the Secretary of the Promises Team, Inc.

Section 6. Compensation. Directors as such, shall not receive any stated salary for their services, but by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board of Directors and they may be reimbursed for actual expenses incurred by them in the performance of their duties, provided that nothing herein contained shall be construed to preclude any Director from serving the Promises Team, Inc., in any other capacity and receiving compensation therefor.

Section 7. Annual Meeting. Except as otherwise provided by law, a meeting of the Board of Directors for the purpose of the election of officers and the consideration of any other business that may properly come before it, shall be held immediately after the annual meeting of the General Members, at such place as the Board of Directors may determine and no notice of such meeting shall be necessary.

Section 8. Regular Meetings. Regular meetings of the Board of Directors may be held at such time and place as shall be determined by a majority of the Directors, but at least two such meetings shall be held during the fiscal year. Notice of regular meetings of the Board of Directors shall be given to each Director, by reasonable means of communication including, personally, mail, facsimile, and/or telephone, at least five (5) days prior to the day named for such meeting.

Section 9. Special or "Call" Meetings. Special or "call" meetings of the Board of Directors may be called by the President or Secretary upon direction by a majority of the Directors in office on two (2) days notice to each Director, by reasonable means of communication including, personally, mail, facsimile, and/or telephone, which the notice shall state the time, place, and purpose of the meeting(s).

Section 10. Waiver of Notice. Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board of Directors shall be a waiver of notice by him/her of the time and place thereof. If all the Directors are present at any meeting of the Board of Directors, no notice shall be required and any business may be transacted at such meeting. To the extent permitted by law, any lawful action of the Board of Directors may be taken without a meeting if written consent to such action is signed by all the Directors and filed with the minutes of the Board of Directors.

Section 11. Quorum. At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors, except where a larger number is required by Florida law, these Articles of Incorporation, the By-Laws, or the General Membership. If at any meeting of the Board of Directors, there is less than a quorum present, the majority of those present may adjourn the meeting. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The Registered Agent of the Promises Team, Inc., shall be Naomi Cummings., at Cummings Drive, Route 3, Box 71, Monticello, Florida 32344.

ARTICLE VI - INCORPORATORS

The name and addresses of the incorporators to these Articles of Incorporation are:

Carmen Cummings

Carmen Cummings
6738 Donerail Trail
Tallahassee, FL 32308

Vernon E. Bryant

Vernon Bryant
3255 Capital Circle NE
Suite 5E
Tallahassee, FL 32308

Naomi W. Cummings

Naomi Cummings
Route 3, Box 71
Monticello, Florida 34344

Minnie Robinson

Minnie Robinson
Route 3 Box 64
Monticello, FL 32344

Velda Alexander

Velda Alexander
1773 Rodeo Drive
Tallahassee, FL 32311

4/12/98
Date

I hereby accept designation as Registered Agent.

Naomi W. Cummings

Naomi Cummings, Registered Agent
Cummings Drive
Route 3, Box 71
Monticello, Florida 34344

4/12/98
Date

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