

N198000002810

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President
Hosea Butler, Jr.
Secretary
Verbert C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Clyne, Esq.
T. Willard Fair
John A. Hall
Ken Mason
Congresswoman Carrie P. Meek
Garth C. Reeves
Nell Robinson
Dorothea Stewart
David L. Wilson
Elaine H. Black
Executive Director

May 8, 1998

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

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-05/14/98--01048--013

****122.50 ****122.50

Re: Articles of Incorporation:
THE WEST PERRINE HOMEOWNERS, BUSINESS &
CITIZENS ASSOCIATION, INC.

Dear Sir/Madam:

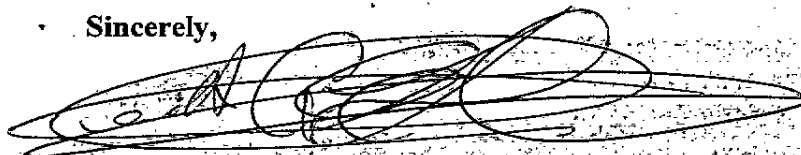
Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporations a Certificate Designating Place of Business for THE WEST PERRINE HOMEOWNERS, BUSINESS & CITIZENS ASSOCIATION, INC., along with check #675429015 in the amount of \$122.50 for filing fee.

Please file both the Article and Certificate of Designation for the corporation and return a file-marked, certified copy of each document to the undersigned attorney at:

TOOLS FOR CHANGE
P.O. Box 510605
MIAMI, FLORIDA 33151

Thank you for your assistance with this matter.

Sincerely,



Jeannette G. Andrews-Thompson, Esq.

FILED
98 MAY 14 PM 3:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

5/15/98

FILED
98 MAY 14 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
THE WEST PERRINE HOMEOWNERS. BUSINESS & CITIZENS ASSOCIATION, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: THE WEST PERRINE HOMEOWNERS, BUSINESS & CITIZENS ASSOCIATION, INC., hereinafter referred to as the "Corporation".

ARTICLE II.: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 18214 Homestead Ave., Perrine, FL 33157.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate

in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 18214 Homestead Ave., Perrine, FL 33157; and OTIS ARMSTRONG is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws.

ARTICLE IX: OFFICERS

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

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

OTIS ARMSTRONG
18214 Homestead Ave.
Perrine, FL 33157

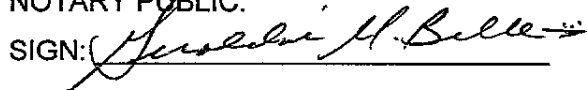
IN WITNESS WHEREOF, I, OTIS ARMSTRONG, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on 5/7, 1998.


OTIS ARMSTRONG

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 7 day of May, 1998, by, OTIS ARMSTRONG who personally appeared before me at the time of notarization, and who are personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: 

PRINT: Geraldine M. Belle

STATE OF FLORIDA AT LARGE



Geraldine Mathis Belle
My Commission CC577991
Expires Aug. 18, 2009

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said Acts:

First--That THE WEST PERRINE HOMEOWNERS, BUSINESS & CITIZENS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office at 18214 Homestead Ave., as indicated in the Articles of Incorporation at City of Perrine, County of Dade, State of Florida, has named OTIS ARMSTRONG, located at 18214 Homestead Ave., in the City of Perrine, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:


OTIS ARMSTRONG

DATED:

5/7/98

FILED
98 MAY 14 PM 3:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA