

N98000003510

John H. Anthony
 Requestor's Name
1030 West Olive Street
 Address
Lakeland, FL 33802 (941) 682-0654
 City/State/Zip Phone #

FILED
 98 JUN 17 AM 8:41
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Office Use Only

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

1. North Webster Community Development, Inc.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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☐ Mail out ☒ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS	
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<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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JUN 17 1998
 P. Hall
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Examiner's Initials	
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ARTICLES OF INCORPORATION

OF

NORTH WEBSTER COMMUNITY DEVELOPMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of a corporation, not for profit, adopt the following Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statutes of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be North Webster Community Development, Inc.

ARTICLE II

DURATION

The term of the Corporation shall be perpetual.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The address of the Corporation's initial principal office is 834 West 6th Street, Lakeland, Florida 33805. The Board Of Directors may from time to time move the principal office to any other address in Lakeland, Florida.

The registered agent of the Corporation is Neriah E. Roberts, whose address is 834 West 6th Street, Lakeland, Florida 33805.

ARTICLE IV

PURPOSE

The purpose for which the corporation is organized is exclusively for educational, charitable and scientific, that are described in Section 501(c) (3) of the Internal Revenue Code of 1986, including but not limited to the organization, maintenance and supervision of an office.

- (1) To establish a quality and affordable day/after care program.
- (2). To establish an effective and responsive cognitive and affective academic/developmental program..

- (3). To erect and operate a quality care senior citizen facility in our community..
- (4). To promote and develop affordable housing for low income, senior, homeless and handicapped persons.
- (5). To serve as a clearing house of information for persons seeking employment and educational opportunities.
- (6). To assist low income persons in securing quality health care.
- (7). To research the conditions that inhibit desirable neighborhoods and economic development.

In furtherance, but not in limitation of the forgoing purposes, the corporation shall have the power and authority;

- (1). To receive assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the by-laws.
- (2). To establish and office and employ such assistance and clerical force as may be necessary and proper in the judgment of the Board of Directors, and pay reasonable compensation for the services of such persons.
- (3). To distribute, in the manner, form and method, and by the means determined by the Board of Directors of the Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in the furtherance of these objects and purposes are and shall continue to be impressed with a trust for such purposes.
- (4). To purchase, acquire, own, hold, guarantee, sell, design, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of indebted or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal

property, to exercise all the rights, powers and privileges of ownership.

- (5). To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits for the laws of the State of Florida applicable to corporations of the character, including but not limited to the powers described in Section 617.0302 of the Florida Statutes.

All of the above and foregoing are to be construed both as objects and powers, and it is expressly provide that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.

Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited to their application to accomplish the purpose for which this Corporation is formed.

ARTICLE V **MEMBERS**

The corporation shall not have members.

ARTICLE VI **LIMITATION**

Section 1. The Corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.

Section 2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, or officers, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth above.

ARTICLE VII **DISSOLUTION**

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the by-laws and shall include that:

- (1). Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and

distributed as follows:

- (a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made;
- (b). Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and
- (c). All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more religious, charitable, education or scientific organizations (i) which are described in Section 509 (a) (1) , (2), or (3), and (ii) to which deductible contributions can be made under Section 170 (c) (2), 2522 (a) (2), as the Board of Directors shall select.

ARTICLE VIII

INDEMNIFICATION

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director may be a party or may become involved by reason of being or having been a director or officer at the such expense incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled by law. Appropriate liability insurance shall be provided for every officer, director and agent of the Corporation in amounts determined from time to time by the Board.

ARTICLE IX

BOARD OF DIRECTORS

Section 1. Management. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be

increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Directors shall elect the officers of the Corporation in the manner prescribed by the Bylaws. The Bylaws may provide for ex-officio and Honorary Directors, and their rights and privileges.

Section 2. Vacancies. If a Director elected by the Board of Directors shall for any reason cease to be a Director, the remaining Directors may elect a successor to fill the vacancy for the balance of the term in the manner prescribed by the Bylaws.

The name and address of each original Director of the Corporation is as follows:

Neriah E. Roberts	834 West 6th Street Lakeland, Florida 33805
Vivian Underwood	901 O'Doniel Drive Lakeland, Florida 33809
William House	1807 Sir George Trail Lakeland, Florida 33809

ARTICLE X

OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Neriah E. Roberts	834 West 6th Street Lakeland, Florida 33805	President
William House	1807 Sir George Drive Lakeland, Florida 33809	Treasurer
Vivian Underwood	901 O'Doniel Drive Lakeland, Florida 33809	Secretary

ARTICLE X1

INCORPORATORS

Neriah E. Roberts	834 West 6th Street Lakeland, Florida 33805
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Vivian Underwood

901 O'Doniel Drive
Lakeland, Florida 33809

William House

1807 Sir George Trail
Lakeland, Florida 33809

ARTICLE XII **BYLAWS**

The Bylaws of the Corporation are made and adopted by the Board of Directors consistent with these Articles of Incorporation. Such Bylaws may be altered, amended or repealed in the manner set forth in the Bylaws by the Board of Directors.

ARTICLE XIII **AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to reservation. The Article of Incorporations shall be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provision for amendments are adopted by the Corporation pursuant by law.

ARTICLE XIV **FISCAL YEAR**

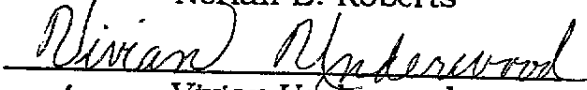
The fiscal year of the Corporation shall begin January 1 and end December 31 of each calendar year.

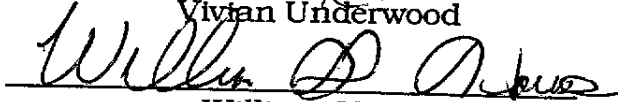
ARTICLE XV **TERRITORY**

The territory in which the operations of the Corporation is principally to be conducted is Lakeland, Florida.

IN WITNESS WHEREOF, we, the undersigned do acknowledge these Articles of Incorporation and accordingly have hereunto set hands this 26 day of May, A.D. 1998.


Neriah E. Roberts


Vivian Underwood



William House

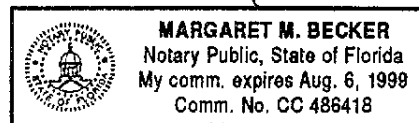
**STATE OF FLORIDA
COUNTY OF POLK**

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared:

Neriah E. Roberts
Vivian Underwood
William House

to me well known to be the persons described in the foregoing Articles of Incorporation and acknowledge before me that they subscribed to same.





NOTARY PUBLIC

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: NORTH WEBSTER COMMUNITY DEVELOPMENT, INC

2. The name and address of the registered agent and office is:

NERIAH E. ROBERTS

(Name)

834 WEST 6th STREET

(P.O. Box NOI acceptable)

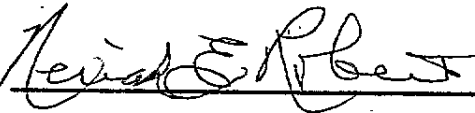
LAKELAND, FL 33805

(City/State/Zip)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE



DATE May 28, 1998

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314