

N9800005638

TRANSMITTAL LETTER

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

300002652273--7
-09/30/98--01045--003
*****78.75 *****78.75

SUBJECT: Individual + Community Enhancement, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00 ☒ \$78.75 ☐ \$122.50 ☐ \$131.25

FROM: John C. Padgett, CAP, ICADC
Name (Printed or typed)
P.O. Box 1531
Address
Jacksonville, Florida 3220
City, State & Zip
904-632-1730
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 SEP 30 AM 11:21

FILED

P. Hall

OCT -1 1998

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NOTE: Please provide the original and one copy of the articles.

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98 SEP 30 AM 11:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

INDIVIDUAL & COMMUNITY ENHANCEMENT, INC.

ARTICLE I - NAME

The name of this corporation is INDIVIDUAL & COMMUNITY ENHANCEMENT, INC.

ARTICLE II - EXEMPT STATUS

This corporation is constituted so as to attract substantial support from contributors directly or indirectly from a representative number of persons in the community in which it operates and has not been formed for pecuniary profit or financial gain and no part of the assets, income or profit of this corporation is or shall ever be distributable to or shall ever inure to the benefit of its trustees, officers or members except to the extent permitted under Florida Statutes Chapter 617, the Not for Profit Corporation Law of the State of Florida. No substantial part of the activities of this corporation shall be the carrying of propaganda or other wise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of the Articles, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 as amended or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue code of 1954 as amended.

ARTICLE III - DURATION

This corporation is to exist perpetually.

ARTICLE IV - PURPOSE

The purposes for which this corporation is formed are for charitable, scientific, literary and educational purposes within the meaning and intent of Section 501 (c)(3) and Section 170 (c)(2) of the Internal Revenue Code of 1954 as amended, and in this connection to promote, assist and render aid in the prevention, intervention, care, treatment and rehabilitation of alcohol and other drug dependent

persons, persons infected with, or at risk of becoming infected with, the HIV virus and their concerned others; to provide an opportunity for training in the related fields of addictions and HIV; to promote the study, improvement and advancement of the respected fields, individually and jointly; and to otherwise enhance the cultural environment of the community.

ARTICLE V - MEMBERS

This corporation is a corporation not for profit as defined in Florida Statutes Chapter 617 of the Not for Profit Corporation Law of the State of Florida, and is a non-stock corporation as provided thereunder. This corporation shall allow the admission of members thereof and the Board of Trustees is granted the authority, in its sole discretion, but shall not be required, to establish classes of membership, provide for and limit voting rights to one or more of such classes; establish qualifications for admission to membership and to determine such membership fees as shall be required of the maintenance of membership, and to determine the rights and privileges accorded to each class of membership.

ARTICLE VI - NON-DISCRIMINATION POLICY

It is the policy of this corporation, not to discriminate in membership or the designation of trustees or officers of the corporation on the basis of either ex Race, Religion, Sex, Color, Age, National or Ethnic Origin, Sexual Orientation, or any other basis.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2167 Myra Street, Apartment #2, Jacksonville, Florida 32204, and the name of the initial registered agent of this corporation at that address is John C. Padgett. Corporate Mailing address shall be Post Office Box 1531, Jacksonville, Florida 32201.

ARTICLE VIII - LIMITATIONS ON ACTIVITIES

Nothing herein shall authorize this corporation directly or indirectly to engage in or include among its purposes any of the activities prohibited under Florida Statutes Chapter 617, the Not for Profit Corporation Law of the State of Florida.

ARTICLE IX - INITIAL BOARD OF TRUSTEES

This corporation shall have six (6) trustees initially. The number of trustees may be increased or decreased from time to time by the By-Laws, but shall never be less than three (3). The names and addresses of the initial trustees of this corporation are:

John C. Padgett	2167 Myra Street, #2 Jacksonville, Florida 32204
Luis O. Rivera	2167 Myra Street, #2 Jacksonville, Florida 32204
Irene A. Aguilar	516 Lamont Street Green Cove Springs, Florida 32043
Velinda Roe	2251 North Fork Road Green Cove Springs, Florida 32043
Joan E. Butler	401 Monument Road, #193 Jacksonville, Florida 32225
Frank E. Parra	2056 Ernest Street Jacksonville, Florida 32204

ARTICLE X - SUBSCRIBER

The name and address of the subscriber of these Articles is:

John C. Padgett	2167 Myra Street, #2 Jacksonville, Florida 32204
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ARTICLE XI - MANAGEMENT AND OFFICERS

All of the affairs of this corporation are to be managed by its Board of Trustees, which shall have the power to appoint such officers and delegate to them such powers as it shall deem necessary. The initial officers of this Corporation are:

President/Chairman:	John C. Padgett
Vice-President/Vice-Chairman:	Luis O. Rivera
Secretary/Treasurer:	Frank E. Parra

ARTICLE XII - ELECTION OF TRUSTEES

All trustees shall be elected in accordance with the By-Laws, as established by the Board of Trustees.

ARTICLE XIII - DISTRIBUTION NO DISSOLUTION

In the event of dissolution of this corporation, all of the remaining assets and property of the corporation shall, after the payment of necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501 (c)(3) and/or Section 170 (c)(2) of the Internal Revenue Code, as amended and no such distribution shall inure to the benefit of any member, trustee or officer of this corporation.

ARTICLE XIV - INCOME AND DISTRIBUTION

No part of the income of this corporation shall inure to the benefit of any member, trustee or officer of this corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in conformity with one or more of its stated purposes), and no member, trustee or officer of this corporation or any private individual shall be entitled to share in any distribution of the corporate assets at any time.

ARTICLE XV - INDEMNITY

This corporation shall indemnify any trustee, officer, or employee or former trustee, officer or employee of the corporation against expenses actually and necessarily incurred by him/her in connection with the defense of any action, suit or proceeding in which he/she is made a party by reason of being or having been such a trustee, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any trustee, officer or employee for the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the trustees of the corporation not involved in the matter of controversy (whether or not a quorum) that it was to the best interests of the corporation that such settlement be made and that such trustee, officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such trustee, officer or employee may be

entitled under the laws of the State of Florida, the By-Laws, any formal agreement, by the vote of the members or otherwise.

ARTICLE XVI - AMENDMENT AND BY-LAWS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, which right shall be exercised by the majority of the Board of Trustees, provided that no such amendment shall jeopardize in any way this corporation's status as a corporation not for profit under the laws of the State of Florida nor its status as a tax exempt organization under Sections 501 (c)(3) and/or 170 (c)(2) of the Internal Revenue Code of 1954, as amended.

The initial By-Laws of this corporation shall be adopted by the Board of Trustees. The By-Laws may be repealed or amended from time to time by the trustees.

ARTICLE XVII - EFFECTIVE DATE OF CORPORATION

The effective date of this corporation shall be October 1, 1998.

ARTICLE XVIII - MISCELLANEOUS

Membership in this corporation shall not be required to make any person eligible to hold office either as an officer, trustee or employee of this corporation.

Any member present at any meeting of the membership either in person or by proxy or any trustee present in person at any meeting of the Board of Trustees shall conclusively be deemed to have received proper notice of such meeting unless he/she shall make specific objection at such meeting to any defect or insufficiency of notice.

The Board of Trustees is hereby specifically authorized to make provisions in its sole discretion for reasonable compensation to members of the Board of Trustees for their services as trustees, to the officers of this corporation, and to any employee of this corporation, and to fix the basis and condition upon which such compensation shall be paid. Any trustee of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form as provided herein.

The subscriber hereto is over the age of eighteen (18).

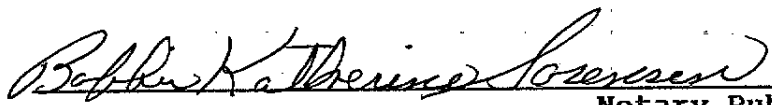
IN WITNESS WHEREOF, the undersigned subscriber has executed these Article of Incorporation on this 21st day of September, 1998.


John C. Padgett [seal]
"SUBSCRIBER"

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a notary public authorized to take acknowledgment in the State and County set forth above, personally appeared JOHN C. PADGETT, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of September, 1998.


Notary Public, State of
Florida at Large

My Commission Expires:

BOBBIE KATHERINE SORENSEN

OFFICIAL NOTARY SEAL
BOBBIE KATHERINE SORENSEN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC502814
MY COMMISSION EXP. OCT. 17, 1999

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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: Individual + Community
(must include suffix)

Enhancement, Inc.

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


John C Padgett
(Name)

2167 Myra Street, #2
(Street address - P. O. Box not acceptable)

Jacksonville, FL 32204
(City/State/Zip)

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SECRETARY OF STATE
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)

9/24/98
(Date)

Registered Agent filing fee \$35.00