

Dr. Vance M. Gragg  
International Attorney & Consultant

Global Thinking • Creative Solutions

January 1, 1999

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

700002736537--1  
-01/11/99-01090-015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Subject: Partnership For Neighborhood Initiatives Inc.

Dear Sir or Madam:

Attached are an original and one (1) copy of the articles of incorporation and a check for \$78.75, for the corporate filing fee and Certificate.

From: Attorney Vance M. Gragg  
430 North West Sixth Avenue  
Boynton Beach, Florida  
  
Telephone 561-364-7862

Thank you for your attention to this matter. You may call me directly if you require additional information.

Sincerely,

Vance M. Gragg

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 11 AM 11:32

1-13  
WS

## **Articles Of Incorporation**

### **Partnership For Neighborhood Initiatives, Inc.**

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following the following Articles of Incorporation:*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 11 AM 11:32

#### **Article I: Name**

The name of the corporation shall be **Partnership For Neighborhood Initiatives, Inc.**

#### **Article II: Principal Office**

The principal place of business and mailing address of the corporation shall be 4400 PGA Boulevard, Tenth Floor, Palm Beach Gardens, Florida 33410.

#### **Article III: Purposes**

This corporation is organized exclusively for charitable and educational purposes, more specifically the corporation is organized for the purpose of supporting through research, policy initiatives, community organizations, community education, leadership development, training, demonstration programs, or charitable donations, and similar actions or initiatives, the capacity and commitment of low and moderate income individuals and or communities to organize, acquire skills, or the resources necessary to plan, implement, and support the sustainable development of the social and or economic infrastructure they deem necessary to remove social or economic distress from and restore prosperity to their personal and or community lives. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

#### **ARTICLE IV: Exemption Requirements**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

#### **Article V: Members and Directors**

The corporation shall have one or more classes of members, as provided in the corporation's bylaws. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The Directors of the corporation shall be appointed, and or nominated and elected on an annual basis by the votes of the members of the corporation, per the provisions of the corporate by laws.

#### **ARTICLE VI: Personal Liability**

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

#### **ARTICLE VII: Dissolution**

At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of the corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

**Article VIII: Initial Registered Agent and Street Address**

The name and Florida street address of the initial registered agent for the corporation is:

Lorenzo Young  
4400 PGA Boulevard, Tenth Floor  
Palm Beach Gardens, Florida 33410

**Article VIII: Incorporator**

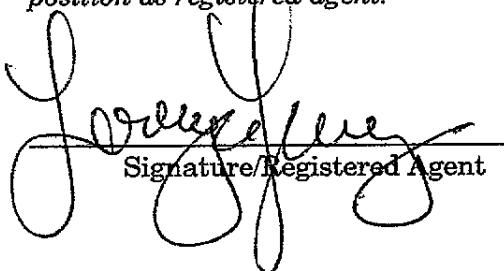
The name and address of the Incorporator to the Articles of Incorporation are:

Lorenzo Young  
4400 PGA Boulevard, Tenth Floor  
Palm Beach Gardens, Florida 33410

  
\_\_\_\_\_  
Signature/Incorporator

01-01-99  
\_\_\_\_\_  
Date

*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/Registered Agent

01-01-99  
\_\_\_\_\_  
Date

FILED STATE  
SECRETARY OF CORPORATIONS  
99 JAN 11 AM 11:32