

# N990000004101

## TRANSMITTAL LETTER

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

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-07/01/99--01051--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Active Citizens Together Improving Our Neighborhoods, Inc.  
(Proposed corporate name - must include suffix)

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JUL - 1 PM 12: 28  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Hazel Scott, President  
c/o Cynthia Waramore, Project Coordinator  
Name (Printed or typed)

2990 N. Main Street  
Address

Belle Glade, FL 33430  
City, State & Zip

561-992-1957  
Daytime Telephone number

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

**ARTICLE I**

**NAME OF CORPORATION**

The name of the corporation is **Active Citizens Together Improving Our Neighborhoods, Inc.**

**ARTICLE II**

**DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III**

**PRINCIPAL OFFICE**

The mailing address for the corporation is:

2990 North Main Street  
Belle Glade, FL 33430

**ARTICLE IV**

**CORPORATE NATURE**

This is a nonprofit corporation organized pursuant to the Florida Corporations Not for profit Law set forth in Section 617 of the Florida Statutes. Said corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V**

**BOARD OF DIRECTORS**

The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors consisting of not less than seven (7) persons and not more than seventeen (17). The initial number of Directors of the corporation shall be five (5), provided, however, that such number may be changed pursuant to

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the By-laws duly appointed by the Board. The manner of their election, powers, duties and term shall be set forth in the Corporation's By-laws.

The name and address of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Myrtle P. Coulon	1301 S.W. Avenue C Place Belle Glade, FL 33430
Alphonso Royal	1401 N.W. Avenue F Place Belle Glade, FL 33430
Albert Peterson	56 Roosevelt Street Belle Glade, FL 33430
Hazel Scott	Pahokee, FL 33476
Shirley Walker	P.O. Box 873 South Bay, FL 33493

## **ARTICLE VI**

### **MEMBERSHIP**

The Board of Directors shall have the discretion to determine whether this organization should become a membership organization.

## **ARTICLE VII**

### **CORPORATE PURPOSES**

Notwithstanding any other provision of these Articles, the objects and purposes of the Corporation shall be exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code. The purpose of the corporation are as follows:

1. To raise and further the economic, educational and socio-political status of poor and working poor residents living in the poverty-stricken, disadvantaged communities of the Glades Area of Palm Beach County, Florida specifically and Palm Beach County, generally, who are the substantially unemployed, under-employed or under-educated.

2. To foster and promote community-wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; and (c) racial tensions, prejudice and discrimination, economic and otherwise may be eliminated.

3. To do the foregoing by providing technical, educational and other forms of assistance to individuals described above and organizations organized and operated for the same or similar purposed as the Corporation.

4. To engage in any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment or fostering of the foregoing purposes.

## **ARTICLE VIII**

### **SPECIFIC POWERS**

As a means of accomplishing these purposes, the Corporation, in furtherance and not by way of limitation of its statutory powers, shall have the power:

1. To conduct programs, meetings, events, and activities.

2. To solicit, raise, accept, hold and administer funds exclusively for its objects and purposes, and to that end to take and receive, by purchase, grant, gift, bequest or devise, or as beneficiary of any trust, any property, real or personal, tangible or intangible, wheresoever located.

3. To hold, either absolutely or in trust for any said purposes, funds and property of all kinds subject only to any limitations or conditions imposed by law or the instrument under which said property is received; to sell, lease, convey and otherwise dispose of any such property and to invest and reinvest the same or any proceeds thereof and to deal with and expend the principal income for any of said purposes; to act as trustee.

4. To receive and maintain a fund or funds to finance the operations of Active Citizens Together Improving Our Neighborhoods, Inc. and to administer and apply the income and principal thereof to promote the purposes and objectives of Active Citizens Together Improving Our Neighborhoods, Inc.

5. To make gifts and other donations of services or property to other organizations and institutions, including municipal corporations or other political subdivisions or agencies or departments of the State of Florida in furtherance of the purposes and objectives of Active Citizens Together Improving Our Neighborhoods, Inc.

6. To enter into, make and perform contracts of every kind for any lawful purpose, and to employ any one or more banks, trust companies or other agents and delegate to them the custody, management, investment and reinvestment of its funds and such other functions of Active Citizens Together Improving Our Neighborhoods, Inc. on such terms, including compensation, as the Board of Directors of Active Citizens Together Improving Our Neighborhoods, Inc. deems proper and advisable.

7. To join, through any legal arrangements, with any one or more persons, partnerships, corporations, associations, governmental units or agencies, or any other bodies to carry out any of the purposes and objectives of Active Citizens Together Improving Our Neighborhoods, Inc.

8. To engage in such other charitable, education or scientific activities consistent with the foregoing purposes and objective or necessary or appropriate for carrying out the same.

9. In general, to exercise any, all and every power, including trust powers, which a corporation not for profit organized under the laws of the State of Florida for the foregoing purposes can be authorized to exercise.

## ARTICLE IX

### CORPORATE LIMITATIONS

1. **No Private Inurement.** No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, 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 proposes set forth in Article VII hereof.

2. **Lobbying and Political Campaigns.** Except as otherwise permitted, notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by the corporation exempt from Federal Income Tax under Section 501(c)3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise 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 (or in opposition to) any candidate for public office.

3. **Dissolution.** Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation,

distribute the assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. Any such not disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

4. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## **ARTICLE X**

### **INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any actions, suit or proceeding by reason of the fact that he/she is, or was, a Director or Officer of the Corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by their heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators), may be entitled apart from this Article.

## **ARTICLE XI**

### **AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles may be amended at an annual, regular or special meeting of the members, or by written consent or written ballot, by the members entitled to vote on the amendment. Such members must approve the amendment by two-thirds (2/3) of the votes cast or a majority of the voting power, whichever is less. The Corporation must give notice to its members of a meeting at which a vote will be taken to amend these Articles no fewer than thirty (30) days before the meeting date. The notice must state that the purpose, or one of the purposes, of the meeting is to consider the proposed amendment and contain or be accompanied by a copy or summary of the amendment. If the amendment is submitted to the members for approval by written consent or written ballot, the material soliciting the approval shall contain or be accompanied by a copy or summary of the amendment.

## ARTICLE XII

### AMENDMENTS OF BY-LAWS

By-laws for the regulation of the conduct of Active Citizens Together Improving Our Neighborhoods, Inc. shall be adopted by the initial Board of Directors. Subject to the limitations contained in the By-laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, the By-laws of this corporation may be altered, rescinded, added to, or new By-laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-laws.

## ARTICLE XIII

### INCORPORATORS

We the undersigned, being the Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation.

Name:	<u>Alph - Ruy I</u>	Date:	<u>5-12-99</u>
Name:	<u>Myrtle P. Cuydon</u>	Date:	<u>5/13/99</u>
Name:	<u>Shirley M. Walker</u>	Date:	<u>5/17/99</u>
Name:	<u>Hazel Scott</u>	Date:	<u>5/18/99</u>
Name:	<u>Albert A. Peterson</u>	Date:	<u>5/23/99</u>

## ARTICLE XIV

### REGISTERED AGENT

I, Hazel Scott, hereby accept my appointment as registered agent for Active Citizens Together Improving Our Neighborhoods, Inc., a Florida not-for-profit corporation. I am familiar with, and accept, the obligations of the position of registered agenda, and agree to comply with the provisions of all statutes regulating the proper performance of my duties.

Registered Agent's Address:

Hazel Scott  
265 Parkview Court, Pahokee, FL 33476

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