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	CORPORATION	NAM	E(S) & DOCUMENT NU	MBER(S), (if known):	
1. S. Myrry Francis WAITE Rural Outreach, he. (Corporation Name) 2.					
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3. (Corporation Name) (Document #)					
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	NEW FILINGS		AMENDMENTS	22 22	
/-	Profit		Amendment		
<u> </u>	NonProfit		Resignation of R.A., Officer/Di	rector ω	
	Limited Liability		Change of Registered Agent		
	Domestication		Dissolution/Withdrawal		
	Other		Merger		
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	OTHER FILINGS	74. Vill.	REGISTRATION/ QUALIFICATION	-07/23/9901001008 *****70.00 *****70.00	
	Annual Report				
	Fictitious Name	<u> </u>	Foreign		
	Name Reservation	<u></u>	Limited Partnership	, _ON	
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Examiner's Initials

ARTICLES OF INCORPORATION OF St. MARY FRANCIS WAITE RURAL OUTREACH, Inc.



ARTICLE I. CORPORATE NAME

The name of the corporation is Sr. MARY FRANCIS WAITE RURAL OUTREACH, Inc., hereafter referred to as the "Corporation", or the "Organization".

ARTICLE II, OFFICE AND REGISTERED AGENT

The address of the initial principal and initial registered office of the Corporation is: 101 South Waukesha Street, Bonifay, Florida, 32425. The initial registered agent at such office is Miles E. Anderson.

ARTICLE III. PURPOSES

The purposes for which the Organization is organized are:

(a) to solicit and accept donations from entities and the general public of money and other property of intrinsic value, building materials and supplies, and other personal property such as clothing, furniture and furnishings, household goods, food, health and hygiene needs, and other items, without limitation, and to disburse and distribute such, or the proceeds of conversion thereof, to or on behalf of persons and families who, because of financial conditions or reversals, natural disasters, or abuse or neglect, lack the ability to provide for themselves the necessities of life, or who are in need of assistance in obtaining, repairing or improving affordable housing;

- (b) to utilize the assets and capabilities of the Organization to assist persons released from incarceration in living peaceably and lawfully in their communities and in resuming responsible citizenship;
- (c) to utilize the assets and capabilities of the Organization to assist in caring for children who are recipients or in need of protective services; and,
- (d) to solicit, organize and train volunteers to assist in accomplishment of the foregoing purposes.

The Organization is created to operate exclusively for the foregoing charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future tax code.

The Organization may do all acts and things requisite, necessary, proper and desirable to carry out and further the purposes for which it is created; and, in general, may have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida and the United States of America applicable to corporations of this character including, but not limited to, the powers described in Chapter 617, Florida Statutes.

All of the above and foregoing are to be construed both as objects and powers, and it is expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Organization. Each and all of the objects, purposes and powers of the Organization, however, shall be exercised and construed in their application to accomplish the purposes for which the Organization is formed.

ARTICLE IV. TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE V. MEMBERSHIP

This corporation is not organized as a membership organization.

ARTICLE VI. MANAGEMENT

The affairs of the Organization shall be managed by a Board consisting of not less than three (3) and not more than seven (7) directors. The number of directors to be seated at any given time shall be provided for in the By-Laws. The officers shall be elected by the Board from among its number. These shall consist of a President, Vice President, Secretary and Treasurer; additional offices may be provided for in the By-Laws.

ARTICLE VII. AMENDMENTS

An amendment to these Articles of Incorporation may be made when proposed by any Director, and when approved at any regular or special meeting of Directors by a two-thirds of directors then in office. Not less than fifteen (15) days written notice setting forth the proposed amendment and its purpose shall have been given to all directors by U. S. Mail prior to the meeting at which the amendment is to be considered, such notice to be addressed to Directors' addresses as shown in the records of the Organization. An amendment to the By-Laws may be made when proposed by any Director, when approved at any regular or special meeting of the Board of Directors by a majority of directors present, provided that a quorum is present and provided that the notice requirements for amendments to articles of incorporation are met.

ARTICLE VIII. OTHER PROVISIONS

In furtherance, but not in limitation, of the powers conferred by statute, the following provisions are made for the regulation of the activities of the Organization:

- 1. The Organization shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status as a corporation which is exempt from Federal income taxation as an organization created for the purposes above stated.
- 2. No part of the net earnings of the Organization shall inure to the benefit of or be distributable to, any officer, director, or any private person, whether during the period of the Organization's existence, or upon its dissolution, and no such person shall, as such, at any time have or receive, or be entitled to have or receive, any proprietary interest in, or part of, the Organization's property or assets or any pecuniary profit or particular benefit from the Organization; provided, however, that compensation may be paid for any services rendered to, and reimbursement may be made for any expenses incurred on behalf of the Organization by any officer, director, agent, or employee, or any other person or corporation, pursuant to and upon general or specific authorization of the Board of Directors.
- 3. No substantial part of the activities of the Organization shall include the carrying on of propaganda, or otherwise attempting to influence legislation; and the Organization shall not participate or intervene in any political campaign on behalf of or in opposition to any referendum proposition or candidate for public office.
- 4. Notwithstanding any other provision of these Articles of Incorporation, the Organization shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of

the Internal Revenue Code of 1986. References to Code sections shall be construed as references to corresponding provisions of any future tax code.

ARTICLE IX. DISPOSITION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of the Organization, all of its assets and property of every nature and description whatsoever remaining after the payment of liabilities and obligations of the Organization, but not including assets held by the Organization under condition requiring return, transfer or conveyance which occurs by reason of the dissolution of the Organization, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future tax code or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Organization is located, to an organization or organizations which are operated exclusively for such exempt purposes. No portion of said assets and property may enure to the benefit of any officer or director of the Organization or any enterprise organized for profit.

Wherefore, the foregoing were adopted as the Articles of Incorporation of Sr. MARY FRANCIS WAITE RURAL OUTREACH, Inc., by the following on the 22nd day of July, 1999, at Tallahassee, Leon County, Florida.

Miles E. Anderson, Incorporator

STATE OF FLORIDA COUNTY OF LEON

The foregoing Articles of Incorporation were executed before me this 22nd day of July, 1999, by Miles E. Anderson, who is: (check one) () known to me, or (\checkmark) produced A - 636 - 545 - 43 - 463 - D as identification, and he acknowledged before me that he executed said instrument for the purposes therein expressed, and he did not take an oath.

NOTARY PUBLIC

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED HEREIN, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. IN FURTHERANCE OF THIS RESPONSIBILITY I AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE OBLIGATIONS OF MY POSITION AS SET FORTH IN SECTION 617.0503, FLORIDA STATUTES, AND OTHER RELEVANT PROVISIONS.

Dated this 22nd day of July, 1999.

Miles E. Anderson