

# N99000005653

## TRANSMITTAL LETTER

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

8000002990449--8  
-09/20/99--01015--014  
\*\*\*\*\*3.75 \*\*\*\*\*3.75

8000002990449--8  
-09/20/99--01015--015  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

**SUBJECT:** 7th Avenue Recovery, Inc.  
(Proposed corporate name - must include suffix)

8000002990449--8  
-09/20/99--01015--016  
\*\*\*\*\*50.00 \*\*\*\*\*50.00

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:** Mathis Moore  
Name (Printed or typed)  
6301 Falls Circle Drive  
Address  
Lauderhill, FL 33319  
City, State & Zip  
(954) 527-9027  
Daytime Telephone number

FILED  
99 SEP 20 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

9/23/99 TR

**Articles of Incorporation  
for the  
7th Avenue Recovery, Inc.**

The undersigned, acting as Incorporator(s) designing to form a nonprofit corporation under the Nonprofit Corporation Law of Florida, Chapter 617, F.S., adopt(s) the following Articles of Incorporation:

**Article I - Name**

The name of the Corporation shall be, **7th Avenue Recovery, Inc.**

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STATE OF FLORIDA  
TALLAHASSEE

**Article II - Principle Place of Business**

The known principle place of business of this corporation shall be 25 Northwest 7th Avenue, Ft. Lauderdale, FL 33301, but it may establish other principal places of business and other offices at such other places, either within or without the State of Florida, as the Board of Directors may from time to time determine.

**Article III - Purpose**

This corporation is organized exclusively for charitable, religious, educational, literary, and scientific purposes; more specifically, to provide relief to recovering alcoholics and drug addicts that lessens the burdens of government, advances public education, eliminates prejudice and discrimination, and provides economic opportunities and life-essential resources to include but not be limited to the following:

- Education, instruction or training to the recovering alcoholic and drug addict for the purpose of improving or developing their capabilities and remain alcohol and drug free.
- Counseling, referral, and network services
- Temporary housing, food, clothing, and employment opportunities
- Instruction to the public on subjects useful to individuals and beneficial to the community.

To this end, the corporation shall at all times be operated for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, or the corresponding section of any future federal tax code, 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 - Limitations**

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

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article Three hereof.
2. No substantial part of the activities of the corporation shall be 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 1986, as hereafter amended.

#### **Article V - Members**

The Corporation shall have no members, but shall manage its affairs under the authority of a Board of Directors.

#### **Article VI - Manner of Election of Directors**

The Corporation directors shall be appointed by the active Incorporators to serve until such time that their replacements are duly qualified and appointed.

## **Article VII - Directors**

The initial directors of the Corporation shall serve until such time that their replacement(s) are duly qualified and appointed by a majority vote of the Incorporators. The names and address of the persons who shall serve as the initial directors of the Corporation are as follows:

- Mathis Moore, 6301 Falls Circle Drive, Lauderdale FL 33319
- Gideon C. Arrington, 6301 Falls Circle Drive, Lauderdale FL 33319
- Michael Barnes, 4730 Northwest 9th Court, Plantation, FL 33317

## **Article VIII - Officers**

The officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer, and such other officers as may be provided in the Bylaws. Each Officer shall be appointed by the Incorporator until such time that a meeting is held to appoint new officers. The names and addresses of the officers of the Corporation are as follows:

- **President** - Mathis Moore, 6301 Falls Circle Drive, Lauderdale FL 33319
- **Vice President** - Michael Barnes, 4730 Northwest 9th Court, Plantation, FL 33317
- **Secretary** - Gideon C. Arrington, , 6301 Falls Circle Drive, Lauderdale FL 33319
- **Treasurer** - Gideon C. Arrington, , 6301 Falls Circle Drive, Lauderdale FL 33319

## **Article IX - Indemnification**

The Corporation may indemnify, to the full extent permitted by the State of Florida nonprofit corporation laws, every person who is or was a party or is or was threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, agent or trustee or another corporation or of a partnership, joint venture trust, employee benefit plan or other enterprise, including service on a committee formed for any purpose (and case, his or her heirs,

executors and administrators), against all expense, liability and loss (including counsel fee, judgments, fines, excise taxes, penalties, and amount paid in settlement) actually and reasonably incurred or suffered by such person in connection with such action, suit or proceeding, to the fullest extent permitted by applicable law, as in effect on the date hereof and as hereafter amended. Such indemnification may include advances of expenses in advance of final disposition of such action, suite or proceeding subject to the provision of any applicable statue.

### **Article X- Bylaws**

Bylaws for the corporation shall to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors in the manner prescribed in the bylaws.

### **Article XI - Amendments**

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 Directors, Trustees, Officers, are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the state of Florida, as amended from time to time, unless more specifically provisions for amendments are adopted by the corporation pursuant to law.

### **Article XII - Dissolution**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the repayment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, educational, scientific, and literary purposes to such "qualified" organization or organizations as the Board of Directors shall determine. An organization shall be deemed to be a "qualified" organization for purposes of this Article XII (Twelve) only if at the time of the distribution of such assets it is operated exclusively for the purposes described in Section 501(c)(3) of the Internal Revenue Code. Any of such assets not so distributed shall be distributed by the court of commons pleas of the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation, or to such qualified organization or organizations as said court shall determine.

### Article X III- Effective Date

These Articles of Incorporation shall be effective immediately upon approval by the Secretary of State, State of Florida.

### Article XIV - Registered Agent

The name and street address of the registered agent is:

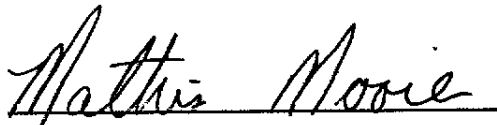
Mathis Moore, 6301 Falls Circle Drive, Lauderdale FL 33319

### Article XV - Incorporator(s)

The names and street addresses of the Incorporators of the Corporation are:


Mathis Moore, 6301 Falls Circle Drive, Lauderdale FL 33319  
Michael Barnes, 4730 Northwest 9th Court, Plantation, FL 33317  
Gideon C. Arrington, , 6301 Falls Circle Drive, Lauderdale FL 33319

The undersigned Incorporators has executed these Articles of Incorporation this  
10th day of September, 1999.

  
Signature of Incorporator

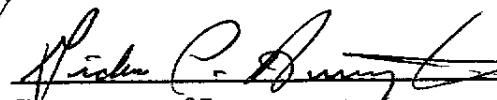
Mathis Moore

Incorporator

  
Signature of Incorporator

Michael Barnes

Incorporator

  
Signature of Incorporator

Gideon C. Arrington

Incorporator

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

PURSUANT TO THE PROVISIONS OF SECTION 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:

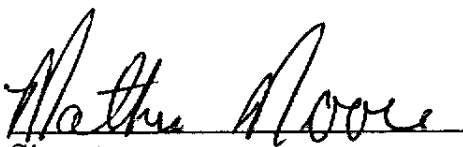
7th Avenue Recovery, Inc.

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

Mathis Moore.  
6301 Falls Circle Drive  
Lauderhill, FL 33319

FILED  
99 SEP 20 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

  
Signature

September 10, 1999

\_\_\_\_\_  
Date