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Brownsville Resource and Outreach Center
3100 West DeSoto Street
Pensacola, Florida 32505
(850) 433-3078

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*****78.75 *****78.75

November 9, 1999

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


Re: Incorporation of Brownsville Resource and Outreach Center

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for Brownsville Resource and Outreach Center. Please file Articles of Incorporation with the Department of State. We have enclosed a check in the amount of \$78.75 for filing fees.

If you have questions or need additional information feel free to contact me at the address listed below.

Sincerely,


Jimmy Weaver
Treasurer

Brownsville Resource and Outreach Center
3100 West DeSoto Street
Pensacola, FL 32505
(850) 433-3078 Ext 251

Enclosure

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

BROWNSVILLE RESOURCE AND OUTREACH CENTER, INC.

The undersigned, acting as incorporators of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be **Brownsville Resource and Outreach Center, Inc.**

ARTICLE II - PRINCIPAL OFFICE/MAILING ADDRESS

The principal place of business and mailing address is 3100 West DeSoto Street
Pensacola, Florida 32505.

ARTICLE III - DURATION

The corporation shall have perpetual duration.

ARTICLE IV - PURPOSE

The corporation is a not for profit corporation organized and existing for charitable purposes including, but not limited to, social services, community improvement, and personal development programs. Further, the general purposes for which this corporation is formed are to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt under that Code.

The specific purposes for which the corporation is organized are:

- (1) To provide the neighborhood residents of Brownsville with the necessary services needed in order to build a safe and flourishing community.
- (2) To provide more community social services in order to meet the overwhelming need of citizens including: educational services, social services, community resources & information services, and neighborhood development services.
- (3) To provide personal development services in the Brownsville community to assist individuals in overcoming life-controlling problems and behavior patterns.
- (4) To establish building facilities in the Brownsville community to serve as a resource and community outreach center for the various social and community services provided.

- (5) To expand our existing community outreach efforts through establishing collaborative cooperation between local churches, businesses, community service organizations, and various local, state, and federal governmental agencies.
- (6) To make, enter into and perform contracts of every kind and description necessary, advisable or expedient in carrying out the purposes of the corporation, and to that end to receive, hold and administer the funds of the corporation for the said purposes.
- (7) To have and maintain one or more offices within the State of Florida and conduct any of its affairs in the State of Florida or elsewhere within and without the United States of America.
- (8) To have the authority, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things necessary, useful, suitable, desirable or proper for the furtherance and attainment of purposes of the corporation.

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is set forth in the By-Laws of the corporation.

ARTICLE VI - LIMITATION OF POWERS

(1). **No Private Inurement:** No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or 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 purposes set forth in these Articles.

(2). **No Political Activity:** No substantial part of the activities of this 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). **No Unpermitted Activities:** Notwithstanding any other provision of these Articles, this corporation shall not carry on any 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 or any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

(4). Distribution of Assets Upon Dissolution: Upon the dissolution of this corporation, the last board of directors shall distribute the assets of the corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code, to such organizations organized and operated exclusively for such purposes. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code.) Assets not so distributed shall be disposed of by the Circuit Court of Escambia County, Florida, exclusively for such purposes or to such organizations, as that Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII - DIRECTORS/OFFICERS

The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by a board of directors. The number of directors shall be five or more provided the number of directors may be changed by the board as long as there are never less than five.

The initial board of directors shall be appointed by the incorporators of Brownsville Resource and Outreach Center. Officers shall be nominated and elected by the appointed directors. The initial directors and officers shall serve until the next annual meeting of the corporation. The election of officers and directors shall take place at the annual meeting in the manner as set forth in Article IV of the Bylaws of the organization. Officers and directors of this organization shall be elected for a term of one year. Persons officially on duty when election of directors and officers is held shall be permitted to vote by absentee ballot.

Unless otherwise provided in By-Laws, the corporation shall have as officers a president, one or more vice-presidents, a secretary, and a treasurer which shall be chosen by the board of directors and the officers shall serve at the pleasure of the board of directors. A person may serve as one or more officers.

The annual meeting of the corporation shall be held in March of each year on the date set by the President. Annual meetings of the corporation may be held in or out of the State of Florida.

The following persons are designated to act as directors for the first year of corporate existence or until their respective successors shall be duly qualified:

<u>Name and Address</u>	<u>Office</u>
Lex Castleman 3271 Windmille Circle Cantonment, FL 32533	Director
Eddie Tisdale 930 Ridge Way Cantonment, FL 32533	Director

Elmer Melton
1603 Larry Street
Pensacola, FL 32505

Director

R.L. Berry
48 Deluna Drive
Pensacola, FL 32506

Director

Johnny Standifer
7101 Beulah Road
Pensacola, FL 32526

Director

Randy Youngstrom
4640 Deerfield Drive
Pensacola, FL 32526

Director

Robert Trussell
15335 Hwy. 95 N.
Elberta, AL 36530

Director

Hiram Stanton
2701 N. 17th Avenue
Pensacola, FL 32503

Director

ARTICLE VIII - INCORPORATORS

The name and address of each incorporator is:

Lex Castleman
3271 Windmille Circle
Cantonment, FL 32533

Eddie Tisdale
930 Ridge Way
Cantonment, FL 32533

Elmer Melton
1603 Larry Street
Pensacola, FL 32505

R.L. Berry
48 Deluna Drive
Pensacola, FL 32506

Johnny Standifer
7101 Beulah Road
Pensacola, FL 32526

Randy Youngstrom
4640 Deerfield Drive
Pensacola, FL 32526

Robert Trussell
15335 Hwy. 95 N.
Elberta, AL 36530

Hiram Stanton
2701 N. 17th Avenue
Pensacola, FL 32503

ARTICLE IX - INITIAL REGISTERED OFFICE/AGENT

The street address of the initial registered office of this corporation is 3100 West DeSoto Street Pensacola, FL 32505 and the registered agent at this address is Carey Robertson whose written acceptance as such follows these Articles.

ARTICLES X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

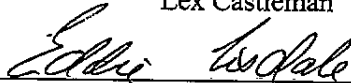
ARTICLE XI - AMENDMENT

Amendments to these Articles of Incorporation may be made by the board of directors by resolution adopted by two-thirds vote of a quorum of directors.

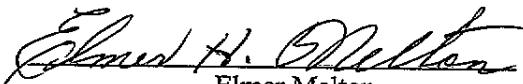
The undersigned incorporators have executed these Articles of Incorporation this 9th day of November, 1999.



Lex Castleman



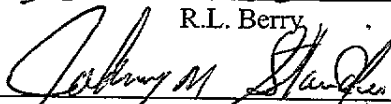
Eddie Tisdale



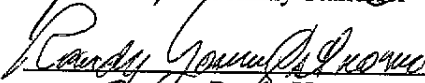
Elmer Melton



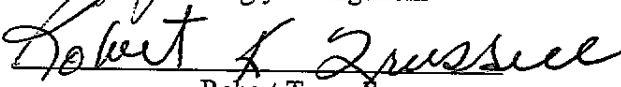
R.L. Berry



Johnny Standifer



Randy Youngstrom



Robert Trusseff



Hiram Stanton

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

Brownsville Resource and Outreach Center, Inc.

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

Carey Robertson
3100 West DeSoto Street
Pensacola, FL 32505

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.



CAREY ROBERTSON

DATE 11/10/99