

N 00000000 1283

TRANSMITTAL LETTER

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

SUBJECT: ADDICTED TO CHRIST OF MANATEE COUNTY, INC
(Proposed corporate name - must include suffix)
100003142581--1
-02/22/00--01032--002
****131.25 *****87.50

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 & Certificate
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee Certified Copy

FROM: MICHAEL J. BAKER
Name (Printed or typed)

348 52ND ST. W.
Address

PALMETTO, FL 34221
City, State & Zip

(941) 721-8042
Daytime Telephone number

FILED
00 FEB 22 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

aje
2/28

ARTICLES OF INCORPORATION
OF
ADDICTED TO CHRIST OF MANATEE COUNTY, INC.
(A FLORIDA NONPROFIT CORPORATION)

FILED
00 FEB 22 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this Corporation shall be ADDICTED TO CHRIST OF MANATEE COUNTY, INC.

ARTICLE II. CORPORATE NATURE

This is a nonprofit Corporation, organized solely for religious and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this Corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Secretary of State. This Corporation's duration shall be perpetual.

ARTICLE IV. PURPOSE

The specific and primary purposes for which this Corporation is formed are:

- A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- B. To provide a home-like atmosphere with Christ-centered alternatives for residents who have a sincere desire to overcome sin addicted behavior and live a Christ-centered functional life style.
- C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operation foundations.

ARTICLE V. STATEMENT OF FAITH

- A. We believe the Bible to be the inspired, the only infallible, authoritative Work of God.
- B. We believe that there is one God, eternally existent in three persons: Father, Son and Holy Spirit
- C. We believe in the deity of our Lord Jesus Christ, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death through His shed blood, in His bodily resurrection, ion His ascension to the right hand of the Father and in His personal return.
- D. We believe that for the salvation of lost and sinful men, regeneration by the Holy Spirit is absolutely essential.
- E. We believe in the present ministry of the Holy Spirit, by whose indwelling the Christian is enabled to live a Godly life.
- F. We believe in the resurrection of both the saved and the lost: they that are saved unto the resurrection of life and they that are lost unto the resurrection of damnation.
- G. We believe in the spiritual unity of believers in Christ.

ARTICLE VI. POWERS

This Corporation may do and perform all such acts and things including those generally allowed by the laws of Florida relative to corporations not for profit, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate function, powers, and rights.

ARTICLE VII. MEMBERSHIP

Any person who agrees to be bound by these Articles Of Incorporation, the Corporate By-laws, and any rules and regulations which the Board of Directors may from time to time adopt, who completes a membership application form and submits it to the Board of Directors, and who pays the applicable dues, if any, is eligible and qualified for membership in this Corporation. Membership rights and privileges, if any, shall be as specified in the By-laws.

The Corporate By-laws may provide the Board of Directors further discretionary powers relating to the admission of members.

ARTICLE VIII. MANAGEMENT

The powers of this Corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors, under any provision of the law, maybe taken without a meeting, if all of the Directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board Of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Directors to so act. Such a statement shall be prima facia evidence of such authority.

ARTICLE IX. BOARD OF DIRECTORS

This Corporation's initial Board of Directors shall have five (5) directors. The number of Directors may be increased or decreased, from time to time, by an amendment to the Corporate By-laws, but shall never be less than three (3).

The Directors shall be elected annually by this Corporation's members. The manner of the election of the Directors shall be specified in the Corporate By-laws. The Directors named herein, comprising the initial Board of Directors, shall hold office until the election of Directors at the first annual membership meeting.

The name and address of each individual who shall serve as a member of the initial Board of Directors are:

Micheal J. Baker
348 52nd St. W.
Palmetto, Fl. 34221

Richard B. Greelish
8007 43rd Ave. W.
Bradenton, Fl. 34209

Richard Caughey
5002 21st St. W.
Apt. B
Bradenton, Fl. 34207

Joseph P. Greelish III
4214 78th St. W.
Bradenton, Fl. 34209

Diane Caughey
5002 21st St. W.
Apt. B
Bradenton, Fl. 34207

ARTICLE X. OFFICERS

The officers of the Corporation shall consist of a President, and Executive Vice-President, a Vice-President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at such time and in such manner as regulated by the By-laws of the Corporation. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors or chosen in such other manner as regulated by the By-laws of the Corporation.

ARTICLE XI. IMMUNITY FROM CIVIL LIABILITY

No officer or Director is personally liable for monetary damages to any person for any statement, vote, decision, or failure to take an action, regarding organizational management or policy by an officer or Director unless otherwise stated under s. 617.0834 of the Florida Not For Profit Corporation Act.

ARTICLE XII. INITIAL REGISTERED OFFICE & AGENT

The address of this Corporation's initial registered office shall be 348 52nd St. W., Palmetto, Fl. 34221.

The name of the individual who shall serve as this Corporation's initial registered agent at that address is: Micheal J. Baker.

ARTICLE XIII. INCORPORATORS

The name and residence address of each of the subscribers the these Articles Of
Incorporation are:

Micheal J. Baker
348 52nd St. W.
Palmetto, Fl. 34221

Richard B. Greelish
8007 43rd Ave. W.
Bradenton, Fl. 34209

Richard H. Caughey
5002 21st St. W.
Apt. B
Bradenton, Fl. 34207

Joseph P. Greelish III
4214 78th St. W.
Bradenton, Fl. 34209

Diane A. Caughey
5002 21st St. W.
Apt. B
Bradenton, Fl. 34207

ARTICLE XIV. BY-LAWS

Corporate By-laws will be hereinafter adopted by the Board of Directors. The Corporate By-laws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein. Any amendments to the Corporate By-laws shall be binding on this Corporation's members.

ARTICLE XV. EARNINGS AND ACTIVITIES OF CORPORATION

The earnings and activities of the Corporation are subject to the following restrictions and limitations:

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.
- B. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these Articles Of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

ARTICLE XVI. DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Manatee County, Florida, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XVII. DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, officer or member thereof, or to the benefit of any private individual

ARTICLE XVIII. AMENDMENT

Amendment to these Articles Of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a two-thirds vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the Corporate By-laws. Amendments shall be approved by a two-thirds affirmative vote of the members of the Board of Directors present at such meeting. Notwithstanding the above, Article V. hereof may not be amended.

Upon such approval, any amendments shall be forwarded to the appropriate state agency to be approved and filed by the agency, before the same shall become effective.

The undersigned, constituting this Corporation's designated registered agent and this Corporations subscribers, for the purpose of forming this nonprofit corporation under the laws of Florida, have executed the Articles Of Incorporation, on the dates indicated next to their signatures.

Micheal J. Baker
MICHEAL J. BAKER, Subscriber and Registered Agent

OCT 11, 99.
Date

Richard B. Smith
Subscriber

October 11, 1999
Date

Richard H. Caughy
Subscriber

Oct 11, 1999
Date

Diane A. Caughy
Subscriber

Oct. 11, 1999
Date

[Signature]
Subscriber

Oct. 11, 1999
Date

FILED
OCT 22 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida
County of Manatee

On December 29, 1999, MICHEAL J. BAKER, the individual who shall serve as its Corporation's initial registered agent, personally appeared before me, acknowledged accepting the designation as the Corporation's registered agent, and signed and acknowledged signing these Articles Of Incorporation of ADDICTED TO CHRIST OF MANATEE COUNTY, INC., and the individuals designated above as the subscribers to these Articles Of Incorporation of ADDICTED TO CHRIST OF MANATEE COUNTY, INC.

Barbara McLaughlin
Notary Public

Commission Expiration Date:



Barbara McLaughlin
MY COMMISSION # CC681265 EXPIRES
October 22, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

(Seal)