

No 2000009565

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

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12/12/02--01085--009 **78.75

DIVISION OF CORPORATION

02 DEC 12 AM 11:55

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TELETYPE
UNIT

12-12-02

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Woodward Manor, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

ARTICLES OF INCORPORATION
OF
WOODWARD MANOR, INC.
A NON-PROFIT CORPORATION

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CLERK
TAM

ARTICLE I
NAME

The name of this corporation is **WOODWARD MANOR, INC.** (hereinafter referred to as "the Corporation").

ARTICLE II
DURATION

The corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1051 Second Avenue North, St. Petersburg, FL 34705; the name of the initial registered agent of this corporation is JOSEPH A. DIVITO, ESQ; and the address of the registered agent is DIVITO & HIGHAM, P.A., 4514 Central Avenue, St. Petersburg, FL 33711.

ARTICLE IV
PURPOSE

The purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

- (a) This Corporation is organized exclusively for charitable and/or educational purposes, including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or to the Secretary of Housing and Urban Development for the time being exclusively for a public purpose. In pursuance of the foregoing, the Corporation shall have the single purpose to provide low-income elderly persons with housing facilities and services specially designed to meet their physical, social, and psychological needs, and to promote their health, security, happiness, and usefulness in longer living, the charges for such facilities and services to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis.

- (b) 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 persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes. 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. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

ARTICLE V **POWERS**

The Corporation is empowered to exercise the powers permitted non-profit corporations under Chapter 617 and the Florida Statutes including:

- (a) To buy, own, sell, assign, mortgage, or lease any interest in real estate and personal property and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article IV hereof, but solely in connection with the project assisted under Section 202 of the Housing Act of 1959, as amended.
- (b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.
- (c) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of capital advances or project rental assistance under Section 202. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Corporation, its successors and assigns, so long as a mortgage on the Corporation's property is held by the Secretary of Housing and Urban Development.
- (d) Upon the dissolution of the Corporation, all of the remaining assets of the Corporation shall be distributed only to one or more organizations created and operated for one or more exempt purposes within the meaning of Article IV(a) hereof, other than for religious purposes, all of the foregoing within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or shall be distributed to the Secretary of Housing and Urban Development exclusively for a public purpose. Any such assets not so 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.

ARTICLE VI **MEMBERS**

Membership in the Corporation shall, at all times, be limited to individuals who are the Trustees of PEACE RIVER PRESBYTERY, INC., or such other individuals as elected by the Membership. In the event that a member ceases to be a Trustee of PEACE RIVER PRESBYTERY, INC., then this shall constitute automatic resignation as a member of the Corporation.

ARTICLE VII **OFFICERS AND DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than seven (7) nor more than fifteen (15) in number who shall be elected by the members of the Corporation at the Annual Meeting. The names and post office addresses of the persons who shall serve as initial Directors until their successors are duly qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
LAURA MILLER	390 Washington Court Ft. Myers Beach, FL 33931
GLORIA JONES	4302 Deerwater Lane Tampa, FL 33615
HENK ALBERTS	10911 Carrollwood Drive Tampa, FL 33618
THOMAS AHRENHOLZ	1051 Second Avenue North St. Petersburg, FL 33705
IDRIS DAVIES	2084 Massachusetts Ave. N.E. St. Petersburg, FL 33703
ELAINE LUKENS	2245 Glenmoor Road North Clearwater, FL 34624
JOHN VAN NORT	4908 W. Country Club Drive Sarasota, FL 34243
BOB BURKHARDT	4112 Tacon Street Tampa, FL 33629-8547

The officers of the Corporation as provided by the By-Laws of the Corporation shall be elected by the Directors of the Corporation in the manner therein set out, and shall serve until their successors are elected and qualified. The Directors shall elect the regular officers of the Corporation at the annual meeting for terms of one year. The Secretary and Treasurer may be one and the same person.

The following officers will serve until the next annual meeting, or until their successors are elected and qualified.

<u>OFFICER</u>	<u>NAME</u>
President	LAURA MILLER
Vice President	GLORIA JONES
2 nd Vice President	HENK ALBERTS
3 rd Vice President	THOMAS AHRENHOLZ
Secretary	IDRIS DAVIES
Assistant Secretary	ELAINE LUKENS
Treasurer	JOHN VAN NORT
Asst. Treasurer	BOB BURKHARDT

Directors shall serve without compensation.

ARTICLE VIII INCORPORATORS

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

JOHN VAN NORT	4908 W. Country Club Drive Sarasota, FL 34243
THOMAS AHRENHOLZ	1051 Second Avenue North St. Petersburg, FL 33705
IDRIS DAVIES	2084 Massachusetts Avenue N.E. St. Petersburg, FL 33703

ARTICLE VIII BY-LAWS

By-laws of the Corporation may be adopted by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles or of the Regulatory Agreement between the Corporation and the Secretary of Housing and Urban Development pursuant to Article IV hereof.

ARTICLE IX AMENDMENTS

So long as a mortgage on the Corporation's property is held by the Secretary of Housing and Urban Development, or is subject to the Regulatory Agreement and Use Agreement in favor of the Secretary of Housing and Urban Development, these Articles of Incorporation may not be amended without the prior written approval of said Secretary. Amendment to the 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 By-Laws. Amendment shall be approved by a two-thirds affirmative vote of the members of the Board of Directors present.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this ____ day of December, 2002.

John Van Nort
JOHN VAN NORT

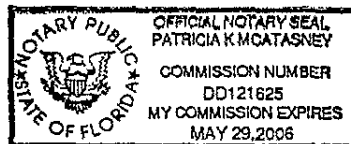
Thomas Ahrenholz
THOMAS AHRENHOLZ

Idris Davies
IDRIS DAVIES

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 11 day of December, 2002 by JOHN VAN NORT. Such person did not take and oath and:
(notary must check applicable box)

- ☒ is/are personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.



Patricia K. McAtasney
Name of Notary (Typed, Printed or Stamped)
My Commission expires: _____

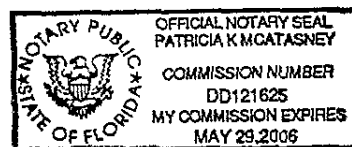
STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 11th day of December, 2002, by THOMAS AHRENHOLZ. Such person did not take and oath and:
(notary must check applicable box)

- ☒ is/are personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.



Patricia K. McAtasney
Name of Notary (Typed, Printed or Stamped)
My Commission expires: _____

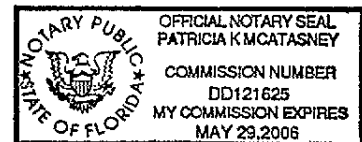


STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 11th day of December, 2002, by IDRIS DAVIES. Such person did not take and oath and:
(notary must check applicable box)

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced _____ as identification.

Patricia K. McAtasney
Name of Notary (Typed, Printed or Stamped)
My Commission expires: _____
(if not legible on seal)



ACCEPTANCE BY DESIGNATED REGISTERED AGENT

WOODWARD MANOR, INC., having designated JOSEPH A. DIVITO, ESQ. as its Registered Agent and whose address is 4514 Central Avenue, St. Petersburg, FL 33711, having been so named to accept service for the above-named corporation at the place above indicated, does hereby accept the designation as Registered Agent.

Dated this ____ day of December, 2002.

Joseph A. Divito
JOSEPH A. DIVITO,
Registered Agent