

N9500000 2971

KANETSKY, MOORE & DEBOER, P.A.

MURRAY KANETSKY
ROBERT L. MOORE*
ROBERT J. DEBOER*
ERIK M. LIEBERMAN*
ROBERT E. TURFF**
SHARON B. VANDER WULP
ROBERT N. HARRISON
DAVID G. BOWMAN, JR.
SNOWDEN B. MOWRY

227 NOKOMIS AVENUE S.
VENICE, FLORIDA 34266

P.O. BOX 1767
VENICE, FLORIDA 34264-1767
TELEPHONE: 813/485-1871
TELECOPY: 813/484-7226

PLEASE REPLY TO:

VENICE OFFICE
 LONGBOAT KEY OFFICE

LONGBOAT KEY OFFICE
644 BAY ISLES ROAD
LONGBOAT KEY, FLORIDA 34228
TELEPHONE: 813/383-9527
TELECOPY: 813/383-2266

*BOARD CERTIFIED REAL ESTATE
**BOARD CERTIFIED CIVIL TRIAL
†ALSO ADMITTED IN PENNSYLVANIA

June 16, 1995

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

600001516446
-06/19/95--01037--014
****122.50 ****122.50

Re: Family Resource Connection, Inc.
Our File No. 10058

Gentlemen:

We are enclosing our check in the amount of \$122.50 to cover the following fees for the incorporation of the above-named corporation.

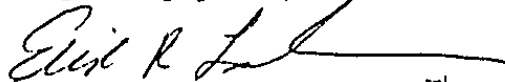
Filing Fee.....\$ 35.00
Certified Copy.....\$ 52.50
Registered Agent Designation.....\$ 35.00

Total.....\$122.50

We have also enclosed an original and a copy of the Articles of Incorporation. Please return to this office a certified copy of same after the Articles have been filed of record.

Thank you for your attention to this matter.

Very truly yours,



Erik R. Lieberman

ERL/ja
Enclosures

FILED
JUN 19 1995
01 03 19 01 18 95

NANCY HENDRICKS JUN 2 9 1995

**ARTICLES OF INCORPORATION
OF
FAMILY RESOURCE CONNECTION, INC.**

FILED
95 JUN 13 11 10
SECRET
TALLAHASSEE

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following articles of incorporation:

**ARTICLE I
NAME**

The name of this corporation is FAMILY RESOURCE CONNECTION, INC.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The address of the principal office of the corporation is 4450 Beneva Road Sarasota Florida 34233. The mailing address is P.O. Box 1345 Osprey Florida 34229.

**ARTICLE III
PURPOSE**

The purpose or purposes for which the Corporation is organized are as follows:

1. To provide a centralized resource and service coordination system for Sarasota County families with children under eighteen years of age.
2. At all times and within such purposes, to operate exclusively for the educational, charitable, literary, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 ("the Code"). Subject to such express limitations, the Corporation's general activities shall be organized solely for general charitable purposes, pursuant to the Florida Corporations Not-for-Profit Corporation Statute set forth in Chapter 617.0202 of the Florida Statutes.

**ARTICLE IV
MANNER OF ELECTION OF OFFICERS**

The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than five (5) nor more than fifteen (15). Other Directors shall be elected and appointed pursuant to the provisions of the bylaws of this corporation. The Board of Directors shall have the requisite power and authority, which is customarily vested in corporate directors over the business and affairs of the corporation. The Board of Directors shall be governed by a President, Vice President, Secretary, Treasurer and any other officers which may be established by the bylaws of the corporation. The officers will be elected by the trustees at the annual meeting in accordance with the bylaws.

**ARTICLE V
LIMITATION OF CORPORATE POWERS**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees or officers, but 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 III hereof. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of exemption under Section 501(c)(3) of the Internal Revenue Code. 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. Notwithstanding any other provisions of these articles of incorporation, 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 or
- (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

It is intended that this corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 and which is other than a private foundation as defined in Section 509 of the Internal Revenue Code of 1986. All terms and provisions of these articles and the bylaws of the corporation, and all operations of the corporation, shall be construed, applied and carried out in accordance with such intent.

**ARTICLE VI
BY-LAWS**

The bylaws of this corporation shall be made, altered, or rescinded by the Board of Directors at any regular or special meeting held in accordance with the bylaws.

**ARTICLE VII
AMENDMENTS**

These articles of incorporation may be amended from time to time by a resolution adopted by two-third of the voting power of the Board of Directors, provided, however, that these articles of incorporation shall not be amended to permit the corporation to engage in any prohibited activity as outlined in Article V.

**ARTICLE VIII
DISTRIBUTION OF ASSETS**

The corporation shall have perpetual existence. This corporation may be dissolved by action of the Board of Directors of the Family Resource Connection, Inc., in addition to any other method allowed by law. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation by distributing them to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provision of any future United State Internal Revenue law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the district court 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. In no event shall any portion of such assets revert to or vest in any donor, incorporator, trustee, officer, agent or custodian of said corporation or any private person or individual whomsoever.

**ARTICLE IX
INITIAL REGISTERED AGENT**

The name and the street address of the initial registered agent for this corporation is:

Barbara Kochmit 4450 Beneva Road Sarasota, Florida 34233.

**ARTICLE X
INCORPORATORS**

The number of Directors constituting the initial Board of Directors shall be five (5), and the names and addresses of the persons who are to serve as the Initial Directors and incorporators of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>	
Geralynn W. Gardner	5726 Doral Court	Sarasota, Florida 34238
Janet DeBoer	613 Four Bays Drive	Nokomis, Florida 34275
Donna Spencer	2180 Sparrow Court	Sarasota, Florida 34239
Lynn Lewis	8905 Palmy Road	Osprey, Florida 34229
Barbara Kochmit	1828 Raintree Lane	Venice, Florida 34293

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 15th day of May, 1995

Signature(s) of the Incorporator(s):

Geralynn W. Gardner
Geralynn W. Gardner

Janet DeBoer
Janet DeBoer

Donna Spencer
Donna Spencer

Lynn Lewis
Lynn Lewis

Barbara Kochmit
Barbara Kochmit

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.

Barbara Kochert
Registered Agent

DATE: June 15, 1995

RECEIVED
JUN 19 1995
FILED

F95000002971

BEN KENNEDY TRUCKING CO., INC.
P.O. BOX 13, WESTON ROAD
WESTON, GEORGIA 31824-0501

600001701086
-01/30/96--01049--007
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH 2/1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 29 PM 1:56

Examiner's Initials	
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APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA

Ben Kennedy Trucking Co. Inc.
(Name of Corporation)

Georgia
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department

Rt. 2 Box 13 Winton Road
(Mailing Address)

Preston, GA. 31824
(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Ben Kennedy Pres.
Signature Title

Ben Kennedy 1-24-96
Typed or printed name Date

SECRETARY
DIVISION OF
96 JAN 29 PM 1:56
FILED