

N96000000678

Pinellas Cares, Inc.
666 6th St S
Suite 114
St. Petersburg, FL 33701

Office Use

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

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☐ Walk in

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☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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*****70.00 *****70.00

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7/29/96

Handwritten signature and initials in a circle.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1996

JUDITH F. GORDON
666 6TH STREET STE 116
ST. PETERSBURG, FL 33701

SUBJECT: PINELLAS CARES, INC.
Ref. Number: W96000001696

We have received your document for PINELLAS CARES, INC. and check(s) totalling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 596A00002884

ARTICLES OF INCORPORATION

OF

PINELLAS CARES, INC.

(A CORPORATION NOT FOR PROFIT)

We, the undersigned, all of whom are of legal age and competency, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, under the following Articles of Incorporation:

ARTICLE I. NAME AND LOCATION

The name of this corporation shall be Pinellas Cares, Inc. The principal place of business for this corporation shall be 666 Sixth Street South, Suite 116, St. Petersburg, FL 33701.

ARTICLE II. PURPOSE

This corporation is formed exclusively for educational and charitable purposes within the meaning of the Internal Revenue Code, which shall include the following:

(1) Helping to meet community needs by providing a diversity of flexible, hands-on, team-oriented service projects for busy working people in Pinellas County, or any other educational or charitable services as shall be determined by the Board of Directors within the laws of the State of Florida, and the guidelines of the Internal Revenue Service.

(2) It shall have all of the powers now or hereafter conferred by the law of the State of Florida upon corporations not for profit, provided however, that it shall not have any power that would disqualify it as a non-profit corporation under state or federal law.

(3) Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE III. MEMBERSHIP

The qualifications for membership and the manner of admission are as follows:

- (1) A member must be at least eighteen (18) years of age.
- (2) The subscribers to these Articles of Incorporation meet the qualifications and shall constitute the initial membership.
- (3) Additional members may be elected into membership by a majority vote of the Board of Directors present and voting at any regular meeting of the Board of Directors or at a special meeting called for the purpose.
- (4) The By-Laws may impose other conditions of membership from time to time.

ARTICLE IV. TERMS OF EXISTENCE

This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE V. POWERS

This corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to both real and personal property, and to improve, encumber, sell, convey, and dispose of all such property; to borrow money, execute notes, bonds, and other evidences of indebtedness and secure the same by mortgage and deeds of trust, annuity bond and other instruments of indebtedness and pay interest thereon; to improve, adapt, and use its property or the income thereof in its educational or charitable activities. This corporation shall not have or issue any shares of stock, no dividends shall be paid, and no part of the income of the corporation shall be distributed to its members, officers, or directors, except that the corporation may pay reasonable compensation to its members, officers, or directors for services rendered, and may confer benefits upon its members in fulfillment of its purpose.

ARTICLE VI. SUBSCRIBERS

The name and residence of each subscriber to these Articles of Incorporation are as follows:

SUSAN L. OLSEN
800 Snell Isle Blvd. NE
St. Petersburg, Florida 33704

JUDITH F. GORDON
9029 Baywood Park Drive
Seminole, Florida 34647

KAREN G. REICH
9036 Baywood Park Drive
Seminole, Florida 34647

ARTICLE VII. OFFICERS

(1) The officers of the corporation shall be the president, vice-president, secretary and treasurer, and such other officers as may be provided in the By-Laws.

(2) The names of the persons who are to serve as officers of this corporation, until their successors in office are fully elected and qualified, are:

President:	SUSAN L. OLSEN
Vice-President:	KAREN G. REICH
Secretary and Treasurer:	JUDITH F. GORDON

(3) The officers shall be elected by the Board of Directors at the annual meeting of the Board of Directors. Each officer shall hold office until his/her successor is duly elected and qualified.

ARTICLES VIII. BOARD OF DIRECTORS

(1) The business affairs of this corporation shall be managed by a Board of Directors which shall consist of not less than three (3), nor more than twelve (12) members.

(2) The Board of Directors may authorize any officer to carry out any business or other matter within the purposes of the organization.

(3) Each Director shall hold office until his/her successor is duly elected and qualified.

(4) The Directors may fill any vacancy occurring on the Board of Directors by a majority vote of the Board of Directors present and voting at any regular meeting of the Board of Directors or at a special meeting called for that purpose.

(5) There shall be an Annual Meeting of the Board of Directors for the purpose of electing officers and directors for the next year. Said meeting shall be held on the third Tuesday in April or as otherwise determined by the Board of Directors and the President shall notify all Directors of the date, time, and place of such meeting. The election procedure for the election of officers and directors shall be as provided in the By-laws.

(6) Initially, the Board of Directors, who shall serve as Directors until the first election, shall consist of the subscribers to these Articles of Incorporation, whose names and addresses appear in Article VI herein above.

ARTICLE IX. BY-LAWS

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time. The By-Laws of the corporation may be amended, altered, or rescinded by a two-thirds (2/3) vote of those Directors present at any regular meeting, or at a special meeting called for that purpose, and after giving at least ten (10) days notice of such a meeting in writing.

ARTICLE X. NON PROFIT STATUS

This corporation is organized exclusively for educational and charitable purpose within the intent, meaning, and limitations of Section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). No part of the net earning of this corporation may inure or be paid to any member of the corporation or any private individual; provided, however, that goods and services may be purchased and paid for by this corporation at fair market value in any bona fide transaction.

ARTICLE XI. DISTRIBUTION OF ASSETS IN THE EVENT OF DISSOLUTION

In the event of dissolution of this corporation for any reason, no person, firm, or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to educational or charitable organizations that have qualified for exemption under Section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and none of the assets will be distributed to any member, officer, or trustee of this corporation. This Article shall be irrevocable and not subject to amendment.

ARTICLE XII. AMENDMENTS

(1) These Articles of Incorporation, with the exception of Article XI, may be amended at a special meeting of the Board of Directors called for that purpose, after first giving at least ten (10) days written notice of the meeting, by a two-thirds (2/3) vote of those present and voting.

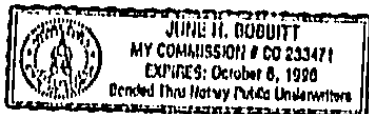
(2) Amendments may also be made at a regular meeting of the Board of Directors upon notice given, as provided by the By-Laws, of intention to submit such amendments.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 17th day of January, 1996.

Susan L. Olsen
Susan L. Olsen

Karen G. Reich
Karen G. Reich

Judith F. Gordon
Judith F. Gordon



STATE OF FLORIDA >

COUNTY OF PINELLAS >

The forgoing instrument was acknowledged before me this 17th day of January, 1996 by Susan L. Olsen.

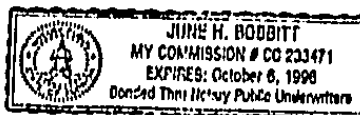
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June H. Bobbitt
Notary Public

My commission expires:

STATE OF FLORIDA >

COUNTY OF PINELLAS >



The forgoing instrument was acknowledged before me this 17th day of January by Karen G. Reich.

FILED 0800 507
66 908 0

June H. Bobbitt
Notary Public

My commission expires:

STATE OF FLORIDA >

COUNTY OF PINELLAS >

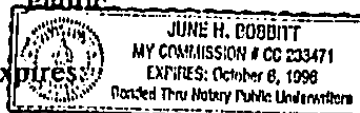


The forgoing instrument was acknowledged before me this 17th day of January by Judith F. Gordon.

FILED 0635 426
47 950 0

June H. Bobbitt
Notary Public

My commission expires:



CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First-That Pinellas Cares, Inc. desiring to organize under the
(Name of Corporation)
laws of the State of Florida with its principal office, as indicated in
(State)
the articles of incorporation at City of St. Petersburg County of
(City)
Pinellas, State of Florida has named Susan Olsen located
(County) (State) (Name of Resident Agent)
at Medical Square, Suite 116, 666 Sixth Street South,
(Street address and number of building, P. O. Box not acceptable)
City of St. Petersburg, County of Pinellas, State of Florida, as its agent
(City) (County)
to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I hereby
accept to act in this capacity, and agree to comply with the provision
of said Act relative to keeping open said office.

By Susan Olsen
(Signature Resident Agent)

RECEIVED
TALLAHASSEE, FLORIDA
25 JAN 19 7 12:20