0000008375 Address 942-8585 Phone# City/State/Zip Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. GrinEsville Council on Aging (Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Certified Copy Walk in Will wait Photocopy Mail out Certificate of Status AMENDMENTS NEW FILINGS 12/15/00--01064--017 ****120.00 *****70.00 Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS **QUALIFICATION** Annual Report Foreign Fictitious Name (5 - 101917H DEC 1920H Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 18, 2000

JENNY

SUBJECT: GAINESVILLE COUNCIL ON AGING, INC.

Ref. Number: W00000029606

We have received your document for GAINESVILLE COUNCIL ON AGING, INC. and your check(s) totaling \$120.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

In your articles you state you have members and officers but we needs directors not members.

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

df you have any questions concerning the filing of your document, please call (850) 487-6927.

TracySmith Document Specialist

Letter Number: 600A00063497

ARTICLES OF INCORPORATION

OF

Gainesville Council on Aging, Inc.

(A corporation not for profit)

The undersigned, acting as incorporator of Gainesville Council on Aging, Inc., under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Gainesville Council on Aging, Inc.

ARTICLE II. ADDRESS

The initial mailing address of the corporation is: 230 S. Barfield Highway Pahokee, FL 33476

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The general nature of the objects and purposes of this corporation shall be as follows:

- To assist, encourage and promote the well being of aging individuals, regardless of race, color or creed, through any one or more of the following means:
 - (a) The care and assistance of the sick, needy and disabled, including the operation of health care facilities.
 - (b) The promotion of public health and recreation.
 - (c) The advancement of education and dissemination of knowledge.
 - (d) The furtherance of research for the advancement of knowledge and the alleviation of suffering.

- 2. This corporation shall at all times be operated and conducted exclusively for the charitable, scientific and educational purposes hereinabove set forth, and all of the property of this corporation shall at all times be operated and conducted in conformity with the following additional provisions:
 - (a) All the activities carried on by this corporation shall be carried on in the State of Florida, primarily for the benefit of the inhabitants of the skilled nursing facility.
 - (b) No part of the net earnings of this corporation shall insure to the benefit of any private member or individual of to the benefit of any member, director or officer of this corporation.
 - (c) No part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation.
 - (d) This corporation shall not participate or intervene in or campaign on behalf of any candidate for public office.
 - (e) The affairs of this corporation shall be conducted in such manner that, under the laws of the United States of America from time to time in force, (i) this corporation will constitute an organization exempt from federal income taxation and (ii) any and all gifts, bequest and other transfers of property made to this corporation will be deductible for federal estate and gift tax purposes.

ARTICLE V. QUALIFICATION OF MEMBERS

The membership of this corporation shall be comprised of all persons hereinafter named as subscribers to these articles of and such persons as may from time to time hereafter become members.

The first members of said corporation are as follows:

NAME Kenneth Akins ADDRESS 9840 S.W. 35 Court Okeechobee, FL 34974 Myrtle Cowin
Okeechobee, FL 34974

JoAnn Watson
Okeechobee, FL 34974

Maxcine Brocato
Okeechobee, FL 34974

Mary Healey
Martha Stoner

4351 S.E. 26 Street
Okeechobee, FL 34974

2001 S.W. 3 Avenue
Okeechobee, FL 34974

1550 N.E. 15 Street
Okeechobee, FL 34974

1732 S.W. 35 Circle
Okeechobee, FL 34974

Merl Usher

3107 S.E. 37 Avenue

Okeechobee, FL 34974

ARTI CLE VI. TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VII

The directors and officers of this corporation shall be elected as stated in the By-Laws. The initial directors and officers shall consist of the following:

HILLIAN CIT COLORS and Campo		
OFFICE	NAME	ADDRESS
President/Director	Kenneth Akins	9840 S.W. 35 Court
1 TOSIGORIO DI POCCO		Okeechobee, FL 34974
Vice President/Director	Myrtle Cowin	4351 S.E. 26 Street
		Okeechobee, FL 34974
Secretary/Director	JoAnn Watson	2001 S.W. 3 Avenue
		Okeechobee, FL 34974
CEO/Director	Maxcine Brocato	915 S.E. 15 Street
01301321100101	 -	Okeechobee, FL 34974

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent is R. Bruce McKibben, Jr. The street address of the initial registered office of the corporation is 1301 Miccosukee Road, Tallahassee, FL 32308.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>

R. Bruce McKibben, Jr.

<u>Address</u>

R. Bruce McKibben, P.A. 1301 Miccosukee Road Tallahassee, Florida 32308

The incorporator of the corporation assigns to this corporation his rights under Section 617.02011, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator, this assignment becoming effective on the date corporate existence begins.

ARTICLE X. BYLAWS

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

ARTICLE XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on members are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 15 day of

December, 2000.

R. Bruce McKibben, Jr.

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Gainesville Council on Aging, Inc., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at 1301 Miccosukee Road, Tallahassee, FL 32308, has named R. Bruce McKibben, Jr. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Not for Profit Corporation Act, and am familiar with, and accept, the obligations of that position.

R. Bruce McKibben, Jr.

OO DEC 19 PH 2: 43
SECRETARY OF STATE
TALLAHASSEF FOR STATE