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12 MAR 23 AM 9:45  
TALLAHASSEE, FL 32304  
SECRETARY OF STATE

*[Handwritten signature]*

MAR 26 2012

C. MUSTAIN



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March 20, 2012

**VIA EXPRESS MAIL**

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

**Re: Finnish-American Rest Home, Inc.**

To Whom It May Concern:

Enclosed for filing please find an original Restated Articles of Incorporation for the above-referenced Florida not-for-profit corporation. Our firm's check in the sum of \$43.75 is enclosed representing the applicable filing fee of \$35.00 and an additional \$8.75 for a certified copy of the original.

Thank you for your assistance in this regard.

Sincerely,

Squire Sanders (US) LLP

A handwritten signature in black ink that reads "Lori A. Booth". The signature is written in a cursive, flowing style.

Lori A. Booth  
Paralegal

Enclosures  
WESTPALMBEACH/593592.1

**RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**FINNISH-AMERICAN REST HOME, INC.**  
**(A FLORIDA CORPORATION NOT FOR PROFIT)**

These Restated Articles of Incorporation, which did not require member approval pursuant to Article IX of the Corporation's original Articles of Incorporation and Florida law, were approved by a majority of the Board of Directors on March 19, 2012.

**ARTICLE I. NAME**

The name of this corporation is Finnish-American Rest Home, Inc.

**ARTICLE II. PURPOSES**

The general nature of the objects and purposes of this corporation shall be: To acquire or build, maintain, equip, own and provide for the operation of, or operate a rest home, or the like, and to assist in and provide for the care of elderly persons, upon such terms and conditions as to meet, if possible, the expense thereof, and to do any and all things and to engage in such activities as are lawful under the laws of the State of Florida.

**ARTICLE III. QUALIFICATION OF MEMBERS**

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the bylaws.

**ARTICLE IV. TERM OF EXISTENCE**

This corporation is to exist perpetually.

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12 MAR 23 AM 9:45  
CLERK OF DISTRICT COURT  
ALLAHBADS, FLORIDA

## **ARTICLE V. SUBSCRIBERS**

The names and residences of the subscribers to these articles are:

Onni Laine	805 Mathis Street Lake Worth, Florida 33460
Lauri Karhinen	812 So. "A" Street Lake Worth, Florida 33460
Saimi Salmi	1307 Southwinds Drive Lantana, Florida 33460
Albert W. Wirta	669 N.E. 60th Street Miami, Florida 33137

## **ARTICLE VI. OFFICERS**

Section 1. The officers of the corporation shall be a President, such number of Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the by-laws.

Section 2. The name of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President	Onni Laine
Vice President	Lauri Karhinen
Secretary	Saimi Salmi
Treasurer	Albert W. Wirta

Section 3. The Officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

## **ARTICLE VII. BOARD OF DIRECTORS**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have four directors initially. The number of directors may be increased from time to time, by the by-laws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. The names and addresses of the persons who are to serve as directors until the first annual meeting of the corporation, are:

Onni Laine	805 Mathis Street Lake Worth, Florida 33460
Lauri Karhinen	812 So. "A" Street Lake Worth, Florida 33460
Saimi Salmi	1307 Southwinds Drive Lantana, Florida 33460
Albert W. Wirta	669 N.E. 60th Street Miami, Florida 33137

## **ARTICLE VIII. BY-LAWS**

Section 1. The Board of Directors of this Corporation may directly or by committee recommend such By-Laws for the conduct of its business and the carrying on of its purposes as they deem necessary or appropriate from time to time.

Section 2. The By-Laws recommended by the Board of Directors may be approved, altered or amended and By-Laws may otherwise be made or repealed at any regular membership meeting (annual or semi-annual) by a vote of a majority of the membership then present which shall at least constitute a quorum as required by the By-Laws and at any special meeting called

for that purpose if the proposed alteration or repeal be contained in the notice of such special meeting as required by the By-Laws.

#### **ARTICLE IX. AMENDMENTS**

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to submit such amendments.

#### **ARTICLE X. LOCATION**

The location of this Corporation is at 1800 South Drive, Lake Worth, Florida 33461.

#### **ARTICLE XI. - DISSOLUTION**

In the event of dissolution , the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) and 170(c) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local government for exclusive public purpose.

#### **ARTICLE XII. - BUSINESS ACTIVITIES**

Notwithstanding any other provision of these Articles, this 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 1954, or the corresponding provision of any future United States Internal Revenue law or (b) by a Corporation contributions

to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of **FINNISH-AMERICAN REST HOME, INC.**, on this 19 day of March, 2012

*Sylvia Skillen*  
**SYLVIA SKILLEN**  
Chairman *I*

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 19 day of March, 2012, by **SYLVIA SKILLEN**, as Chairman of **FINNISH-AMERICAN REST HOME, INC.**, a Florida corporation not-for-profit, (☒) who is personally known to me, or ( ) who has produced / \_\_\_\_\_ [type of identification] as identification.

*Hanna McCollough*

Signature of Notary Public  
Notary Stamp/Seal:



HANNA MCCOULOUGH  
MY COMMISSION # DD 957694  
EXPIRES: March 14, 2014  
Bonded Thru Budget Notary Services