

742519

Articles of Incorporation

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Filed 4-19-78

8 pgs.

CORPORATION NOT FOR PROFIT

Word Processing: April 21, 1978

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A notification letter was mailed to: Thomas E. Moorey, Esquire
MOOREY, SEALS & GARVIN, P.A.
Post Office Box 2040

Fort Myers, FL 33902 Addressed to: Mr. Moorey

Corporation Name: HELPGRO, INC.

Filing Date: April 19, 1978

Charter Number: 742519

Money acknowledged on notification letter: \$38.00

742519

A-1160

MOOREY, SEALS & GARVIN
ATTORNEYS AT LAW
2532 EAST FIRST STREET
P. O. Box 2040
FORT MYERS, FLORIDA 33902

JEFFREY R. GARVIN
THOMAS E. MOOREY
JAMES H. SEALS

TELEPHONE
834-1824
AREA CODE 813

April 3, 1978

Secretary of State
The Capitol
Tallahassee, Florida 32304

Re: HELPGRO, INC.

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for HELPGRO, INC., a non-profit corporation.

Also enclosed is my check in the amount of \$38.00 to cover the costs of filing set forth below.

Filing Fee	\$30.00
Resident Agent Fee	\$ 3.00
Certified Copy	\$ 5.00
	<u>\$38.00</u>

Please file these Articles and return a certified copy to me.

Very truly yours,

Thomas E. Moorey

TEM/jan
Enclosures

PRIVILEGE TAX	
C. TAX	
FILING	30
C. COPY	5
R. A. FEE	3
P. COPY	
SEARCH	
TOTAL	38
BALANCE DUE	

RECEIVED
APR 7 12 31 PM 1978
DEPARTMENT OF STATE
HALLWAY
TALLAHASSEE, FLORIDA

APR 19 19 54 PM 1978
FILED
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

A-1160



Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

April 12, 1978

Bruce A. Smathers
SECRETARY OF STATE

Thomas E. Moorey, Esq.
P. O. Box 2040
Fort Myers, Florida 33902

Division of Corporations
Charter Section
904/488-2671

APPROVED
AND
FILED
APR 19 1 54 PM 1978
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

SUBJECT: HELPGRO, INC. - Incorporation

Returned XX; Pending . Check acknowledged \$38.00

1. NAME IS NOT AVAILABLE.
2. Name must include a corporate suffix, INC. or INCORPORATED.
3. BALANCE DUE.
4. The number of directors the corporation shall have (no less than three) must be shown with a statement designating the total number.
5. The articles state that there will be directors (initially) However, are listed.
6. The qualifications for membership must be shown in the articles of incorporation.
7. The articles of incorporation must state who will manage the affairs of the corporation.
8. Please list the officers and the office(s) held by each.
9. XX A designation of registered office and registered agent at the same address must be contained within the articles of incorporation, and the registered agent must sign accepting that designation.
10. All incorporators must sign and their signatures must be acknowledged.
11. All incorporators signing must be listed in Article .
12. Notary public's acknowledgement is incomplete.
13. Incorporators cannot notarize their own signatures.
14. The document(s) must be legible for microfilming.
15. You must list at least three (3) directors and three (3) incorporators.
16. The articles must state by whom the by-laws may be made, altered, or rescinded.
17. The articles must state by whom and in what manner amendments to the articles of incorporation may be made.
18.

/mg

CHA. 112 (Corp. 4)
5/24/76

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DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLA.

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742519

ARTICLES OF INCORPORATION

OF

HELPGRO, INC.,

a corporation not for profit

The undersigned subscribers, each a natural person competent to contract, for the purpose of forming a corporation not for profit pursuant to Florida Statutes, Chapter 617, adopt the following articles of incorporation for such corporation:

ARTICLE ONE. Name. The name of this corporation is HELPGRO, Inc., a corporation not for profit.

ARTICLE TWO. Purpose of Business. The exclusive object and purpose of this corporation shall be the holding of title to real and personal property, collecting income therefrom, and turning over the entire amount thereof, less expenses, to Lee Mental Health Center, Inc., a corporation not for profit and a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE THREE. Members. The membership of this corporation shall constitute all persons hereafter named as subscribers and such other persons as, from time to time, hereafter, may become members in the manner provided in the by-laws; provided, however, that the membership of this corporation shall be limited to persons who are simultaneously members in good standing of Lee Mental Health Center, Inc., a corporation not for profit.

ARTICLE FOUR. Term of Existence. This corporation is to exist perpetually.

ARTICLE FIVE. Subscribers. The names and residences of the subscribers to these articles are:

Wallace M. Graves, Jr. M.D.	3949 Evans Avenue Ft. Myers, Florida
Kenneth G. Fisher	549 Keenan Avenue Ft. Myers, Florida
Robert Stubbs	336 Shore Drive Ft. Myers, Florida
Ida S. Baker	3020 Apache Street Ft. Myers, Florida

The initial registered office of this corporation is 1630 Woodford Ave., Fort Myers, Florida 33901, and the initial registered agent at that address is WALLACE M. GRAVES, JR.

MOOREY, SEALS
& GARVIN
ATTORNEYS AT LAW
POST OFFICE BOX 2040
2536 EAST FIRST STREET
FORT MYERS, FLORIDA
33902
10121 224-1224

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ARTICLE SIX. Officers. The officers of this corporation shall be a President, Vice President, Secretary, Treasurer and such other officers as may be provided in the by-laws. The names of the persons who are to serve as officers of the corporation until the first meeting of the board of directors are:

<u>Office</u>	<u>Name</u>
President	Wallace M. Graves, Jr., M.D.
Vice President	Kenneth G. Fisher
Treasurer	Robert Stubbs
Secretary	Ida S. Baker

Officers shall be elected annually by the board of directors at a meeting of the board of directors held immediately after the annual meeting of the membership of the corporation or as provided in the by-laws.

ARTICLE SEVEN. Board of Directors. The business affairs of this corporation shall be managed by the board of directors. This corporation shall have 11 directors initially. The names and addresses of the persons who are to serve as directors until the first annual meeting of the membership are:

<u>Name</u>	<u>Address</u>
Wallace M. Graves, Jr., M.D.	1430 Jefferson Avenue Ft. Myers, Florida
Kenneth G. Fisher	549 Keenan Avenue Ft. Myers, Florida
Robert Stubbs	336 Shore Drive Ft. Myer, Florida
Ida S. Baker	3020 Apache Street Ft. Myers, Florida
Isaac Anderson	931 Creighton Dr. Ft. Myers, Florida
Porter Goss	3869 Gulf Drive Sanibel Island, Florida
John C. Harwood	550 Peck Avenue Fort Myers, Florida
Mary Johnson	1764 Aquarius Court Ft. Myers, Florida
Donald Malkoff, M.D.	3900 Broadway Ft. Myers, Florida

Roy Mumme

University of South Florida
226 Second Street
Ft. Myers, Florida

Helen Nichols

2835 South E. 16th
Cape Coral, Florida

The number of directors may be increased or decreased from time to time, by the by-laws, but shall never be less than three. Directors shall be members of the corporation and shall be elected and hold office in accordance with the by-laws.

ARTICLE EIGHT. By-laws. The board of directors of this corporation shall provide such by-laws for the conduct of corporated business and the carrying out of corporate purposes as the board of directors shall deem necessary from time to time. The by-laws may be amended, altered or rescinded by a majority vote of those members of the board of directors present at any regular meeting or any special meeting called for that purpose upon notice given, as provided in the by-laws, of intention to submit such changes.

ARTICLE NINE. Amendment of articles of incorporation. These articles of incorporation may be amended by two-thirds of the members present at any regular meeting of the membership or any special meeting of the membership called for that purpose upon notice given, as provided in the by-laws, of intention to submit such amendment. Proposals for amendment of these articles of incorporation may be made by any member in the manner provided in the by-laws.

ARTICLE TEN. Limitation on corporate powers. Any corporate power or powers either now or hereafter conferred by the laws of the State of Florida to the contrary notwithstanding, the powers of this corporation shall be limited to those necessary and proper to the accomplishment of the object and purpose set forth in article two of these articles of incorporation.

ARTICLE ELEVEN. Payment of income. This corporation shall distribute the entire income from property to which it holds title, less expenses, to Lee Mental Health Center, Inc., a corporation exempt from tax under Section 501 (c) (3) of the Internal

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—
(813) 334-1824

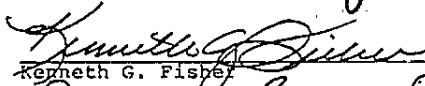
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Revenue Code. No other person, firm or corporation shall ever receive any income, dividends or profits from the undertaking of this corporation.

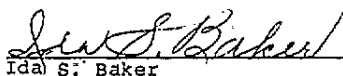
ARTICLE TWELVE. Distribution of assets upon dissolution. Upon dissolution of this corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to Lee Mental Health Center, Inc.. a corporation not for profit and a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code. None of the assets of this corporation shall ever be distributed to any member, officer or director of this corporation.

IN WITNESS WHEREOF, we have executed these articles of incorporation in duplicate this 24th day of March, 1978.

 (SEAL)
Wallace M. Graves, Jr.

 (SEAL)
Kenneth G. Fisher


 (SEAL)
Robert Stubbs

 (SEAL)
Ida S. Baker

STATE OF FLORIDA
COUNTY OF LEE

Before the subscriber, a Notary Public in and for said State and County, personally appeared Wallace, M. Graves, Jr., S. Kenneth G. Fisher, Robert Stubbs and Ida/Baker, to me well known and known to me to be the individuals described by said names in and who executed the foregoing articles of incorporation, and acknowledged before me that they executed the same for the uses and purposes therein set forth.

Given under my hand and official seal this 24th day of March, 1978.


Notary Public

My commission expires Jan. 25, 1980

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& GARVIN
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