

5/17/2019

Division of Corporations

L19000161771305

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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Division of Corporations
Fax Number : (850)617-6381

From:

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Account Number : 120000000146
Phone : (305)444-4994
Fax Number : (305)444-4977

SECRETARY OF STATE
TALLAHASSEE, FL

2019 MAY 17 AM 10:15

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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

2019 MAY 17 AM 11:36

**FLORIDA LIMITED LIABILITY CO.
THE WRIGHT HEALTH CENTER LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

Electronic Filing Menu

Corporate Filing Menu

Help

MAY 20 2019
C Kinsey

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

The Wright Health Centers L L C

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:Mailing Address:15428 SW 151st Ter Miami, FL 3319615428 SW 151st Ter Miami, FL 33196

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Travis Wright

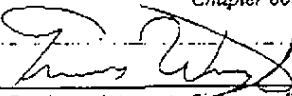
Name

15428 SW 151st TerraceFlorida street address (P.O. Box NOT acceptable)MiamiFL33196

City

Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 as provided for in Chapter 605, F.S.



Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

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 2019 MAY 17 AM 10:15
 SECRETARY OF STATE
 TALLAHASSEE, FL

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

Name and Address:A MBR
Travis Wright
15428 SW 151st Terrace
Miami, FL 33196
A MBR
Jean Wright
15428 SW 151st Terrace
Miami, FL 33196
AMBR
Assad Wright
15428 SW 151st Terrace
Miami, FL 33196

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
 (If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:


Signature of a member or an authorized representative of a member.

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.)

Travis Wright

Typed or printed name of signee

FILED
 2019 MAY 17 AM 10:15
 DEPT. OF STATE
 TALLAHASSEE, FL

W19000005137

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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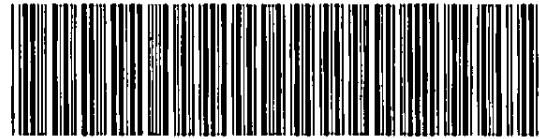
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MAY 17 2019



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2019 MAY 16 PM 12:56



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 1, 2019

TINA MROCZKOWSKI
BOWMAN, GEORGE, SCHEB, KIMBROUGH, KOACH
2750 RINGLING BLVD., SUITE 3
SARASOTA, FL 34237

SUBJECT: THE LEMON BAY SUNRISE ROTARY FOUNDATION, INC.
Ref. Number: W19000042500

We have received your document for THE LEMON BAY SUNRISE ROTARY FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the corrected original and one copy of 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 (850) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 619A00008722

2019 MAY 16 AM 11:13

EUGENE C. GEORGE
ROBERT P. SCHEB
DAVID G. BOWMAN, JR.
KIM H. KOACH
KENNETH D. CHAPMAN, JR.

Of Counsel
TINA M. MROCKOWSKI
ROBERT A. KIMBROUGH
HOBBS & CHAPMAN, P.A.
KENNETH D. CHAPMAN, SR.

BG
**BOWMAN, GEORGE,
SCHEB, KIMBROUGH,
KOACH & CHAPMAN, P.A.**
ATTORNEYS AT LAW
Established 1912

JOHN F. BURKE
1875-1947
JOHN F. BURKE, JR.
1915-1984
V. MORRIS SMITH
1921-1996
JAMES J. DRYMON
1926-2000

Retired
L.W. WHITEHEAD, JR.
DAVID G. BOWMAN, SR.

May 14, 2019

VIA PRIORITY MAIL

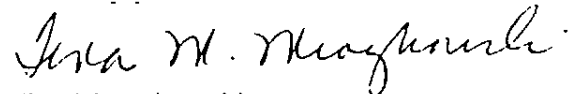
Department of State
Division of Corporations
Attn: Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: The Lemon Bay Sunrise Rotary Foundation, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for The Lemon Bay Sunrise Rotary Foundation, Inc., as a not for profit corporation, with the corrected effective date. We previously sent our firm check #36060, in the amount of \$87.50, for filing fees, registered agent designation, certified copy, and certificate of status. Please record this document and return it to us in the enclosed self-addressed envelope. Please contact me if you have any questions. Thank you.

Sincerely yours,



Tina Mroczkowski

TMM/jjs
Enclosures (1)

Articles of Incorporation
of
The Lemon Bay Sunrise Rotary Foundation, Inc.
A Florida Not For Profit Corporation

2019 MAY 16 PM 12:50
FILED
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF LEE, FLORIDA

The Board of Directors of The Lemon Bay Sunrise Rotary Foundation, Inc. ("the Corporation") hereby adopts the following as its Articles of Incorporation under the laws of the State of Florida as a Florida not for profit corporation as follows:

ARTICLE I
CORPORATE NAME AND ADDRESS

The name of this Corporation is **The Lemon Bay Sunrise Rotary Foundation, Inc.** The address of this Corporation is 900 Pine Street, Suite 126, Englewood, Florida, 34223.

ARTICLE II
PERPETUAL EXISTENCE

The Articles of Incorporation shall be effective as of the date of filing with the Florida Department of State, Division of Corporations, and the Corporation shall have perpetual existence thereafter.

ARTICLE III
PURPOSE

The Corporation is being established by the members of the Board of Directors of the Lemon Bay Sunrise Rotary Club. The purpose of this not for profit Corporation shall be to operate a not for profit organization having solely such charitable purposes as will qualify it as an exempt organization under 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that code.

ARTICLE IV
CORPORATE POWERS

The Corporation as a not for profit corporation shall have power to:

1. Have succession by its Corporation name for the period set forth in Article II above.
2. Sue and be sued and appear and defend in all actions and proceedings in its Corporation name to the same extent as a natural person.

3. Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit."
4. Elect or appoint such officers and agents as its affairs shall require.
5. Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
6. Increase, by a vote cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof.
7. Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.
8. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this act in any state, territory, district, or possession of the United States or any foreign country.
9. Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
10. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.
11. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
12. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, convey, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
13. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by s. 617.0833.
14. Have and exercise all powers necessary or convenient to affect any or all of the purposes for which the Corporation is organized.

However notwithstanding anything in these Articles of Incorporation to the contrary, no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and

empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V REGISTERED AGENT

The name and street address of the Registered Agent is:

Alejandra M. Juffe, CPA
900 Pine Street, Suite 126
Englewood, Florida 34223

ARTICLE VI BOARD OF DIRECTORS

The Corporation shall have a board of directors consisting of at least three or more individuals.

1. The number of directors may be increased or decreased from time to time by amendment or in the manner provided in the bylaws, but the Corporation shall never have fewer than three directors.
2. Directors shall be elected or appointed in the manner and for the terms as provided in the bylaws.
3. Directors and Officers shall be comprised of the then current Directors and Officers of the Lemon Bay Sunrise Rotary Club and shall serve terms concurrent with the terms they are serving on the Lemon Bay Sunrise Rotary Club.
4. Directors may be divided into classes and the terms of office of the several classes need not be uniform. Each Director shall hold office for the term to which he or she is elected or appointed and until his or her successor has been elected or appointed and qualified or until his or her earlier resignation, removal from office, or death. All terms of office shall be held as provided in the bylaws and shall be concurrent with the terms each Director and Officer is serving on the Board of the Lemon Bay Sunrise Rotary Club.

ARTICLE VII INCORPORATOR

The name and street address of the Incorporators signing these Articles of Incorporation are:

William E. Stiver, President
900 Pine Street, Suite 126
Englewood, Florida 34223

Todd R. Chase, Secretary
900 Pine Street, Suite 126
Englewood, Florida 34223

ARTICLE VIII DIRECTORS

The names and street addresses of the Directors are as follows:

William E. Stiver, President
900 Pine Street, Suite 126
Englewood, Florida 34223

Todd R. Chase, Secretary
900 Pine Street, Suite 126
Englewood, Florida 34223

Daniel E. Weinfeld, Treasurer
900 Pine Street, Suite 126
Englewood, Florida 34223

James Bruns, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

James Hinck, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

Billy Kimberlin, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

John T. Flynn, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

R. Craig Noden, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

Eric Howes, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

Maurice James Price, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

Joseph S. Chirillo, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

Randy A. Fogo, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

Jon Gurland, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

Donald G. Wilson, Director
900 Pine Street, Suite 126
Englewood, Florida 34223

ARTICLE IX BYLAWS

The power to adopt, alter, or amend the Bylaws shall be vested in the Board of Directors of this corporation.

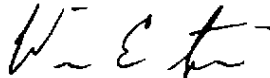
ARTICLE X AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

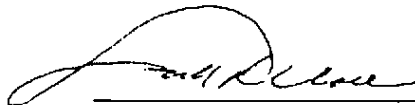
**ARTICLE XI
DISSOLUTION**

Upon the dissolution of this Corporation, the assets of this Corporation shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 WITNESS WHEREOF, the undersigned Director executes these Articles of Incorporation, duly adopted by majority vote of the Board of Directors, on behalf of the Board of Directors this 4TH day of APRIL, 2019.



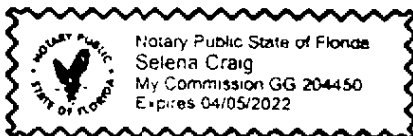
William E. Stiver, President

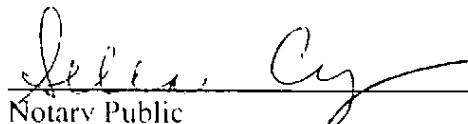


Todd R. Chase, Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 11th day of April, 2019, by the parties hereto, who are personally known to me or who produced Florida Driver's Licenses as identification, and who did take an oath.





Notary Public

Name and Address of Registered Agent:

Alejandra M. Juffe, CPA

900 Pine Street, Suite 126

Englewood, Florida 34223 USA

By my signature, I hereby agree to act as Registered Agent for the Lemon Bay Sunrise Rotary Foundation, Inc.

Registered Agent Signature: _____


Alejandra M. Juffe, CPA

Dated: April 4, 2019

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this _____ day of _____, 2019, by the party hereto, who is personally known to me or who produced _____ as identification.

Notary Public