

FILED

1999 DEC 27 AM 11:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HANSEN-BAYS, INC.

EFFECTIVE DATE
1-1-00

A CORPORATION NOT FOR PROFIT

The undersigned incorporator, in order to form a non-profit corporation under the provisions of CH 617 of the Florida Statute, adopt the following Articles of Incorporation:

ARTICLE ONE:NAME: The name of this corporation is Hansen-Bays, Inc.

ARTICLE TWO:REGISTERED AGENT: The name and address of the registered agent of this corporation is:

Ray Paul Carlson

5546 Tenth Ave.

Ft. Myer, FL 33907

ARTICLE THREE:PURPOSE: The general nature and purpose of this corporation shall be supportive housing, work therapy, transportation to recovery meetings and other such supportive endeavors for homeless persons including individuals in recovery from substance abuse, or otherwise working to change their lives.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE FOUR:DIRECTORS:

Section 1. The number of initial directors of this corporations is four. Their names and addresses are as

follows:

Ray Paul Carlson
5546 Tenth Ave.
Ft. Myers, FL 33907

Mary Anne Pacious
5546 Tenth Ave.
Ft. Myers, FL 33907

Don Paul Carlson
16307 Horizon Road
North Ft. Myers, FL 33917

Ruthann McBride
10690 Goodwin St.
Bonita Springs, FL 34135

Section 2. Directors are to be elected or appointed and to serve in accordance with the Bylaws.

ARTICLE FIVE: INCORPORATORS: The names and addresses of the incorporators of this corporation are:

Ray Paul Carlson
5546 Tenth Ave
Ft. Myers, FL 33907

Mary Anne Pacious
5546 Tenth Ave.
Ft. Myers, FL 33907

ARTICLE SIX:DURATION: The period of duration of this corporation is perpetual.

ARTICLE SEVEN:BYLAWS: The membership of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE EIGHT:DISTRIBUTION OF ASSETS UPON DISSOLUTION: Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities 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 shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE NINE:NOT FOR PROFIT STATUS: No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in

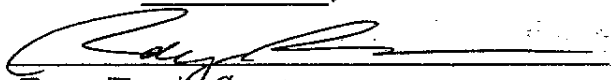
Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.


ARTICLE TEN:PRINCIPAL OFFICE: The principal office of this corporation is located at 5546 Tenth Ave., Ft. Myers, FL 33907. The mailing address is P.O. Box 61343, Ft. Myers, FL 33906-1343.

ARTICLE ELEVEN:EFFECTIVE DATE:The effective date of these Articles of Incorporation is January 1, 2000.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 12.15.99


Ray Paul Carlson, Incorporator


Mary Anne Pacious, Incorporator

FILED

1999 DEC 27 AM 11:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I HEREBY accept appointment as agent of **HANSEN-BAYS, INC.**, a Florida corporation, upon whom process, tax notice, or demands may be served.

DATED this 15th day of Dec., 1999



Ray Paul Carlson

P. O. Box 61343

Ft. Myer, FL 33906

5546 Tenth Ave.

Ft. Myers, FL 33907