

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-970 • 1-800-342-8062 • Fax (850) 222-1222

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Up for Wing, Inc

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- ☒ Art of Inc. File Cert.
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search T. SMITH MAY 05 2000,
- ☐ UCC 11 Retrieval
- ☐ Courier

RECEIVED
00 MAY -5 AM 11:40
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
00 MAY -5 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature _____

Requested by: cm 5/5 9:08

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
UPWARD WING, INC.
a Florida non-profit corporation**

The undersigned, KEN CHEEZEM, subscriber to these Articles of Incorporation, being a natural person over the age of eighteen (18) years of age, competent to contract, hereby presents these Articles of Incorporation to create a corporation not-for-profit under the provisions of Florida Statutes Chapter 617.

**ARTICLE I.
NAME OF CORPORATION**

The name of the Corporation shall be UPWARD WING, INC.

**ARTICLE II.
NOT FOR PROFIT**

The Corporation is a not-for-profit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible by law. Upon dissolution any remaining assets will be distributed to The Mother Church, The First Church of Christ Scientist, in Boston Massachusetts.

**ARTICLE III.
PURPOSES**

The Corporation is created, organized and shall be operated for the following purposes:

3.1 To manage, administer and facilitate the placement of mature Christian Scientists in residential facilities which provide an environment supportive of their religious beliefs, their method of handling health care needs, an active independent lifestyle, and offer assistance with the activities of daily living upon request.

3.2 To operate exclusively, to the extent permitted by law, and any other manner for religious and/or educational purposes as will qualify the Corporation as an exempt organization under Chapter 501 of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

3.3 To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limitation the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

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3.4 To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV. LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but 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 3, above.

ARTICLE V. PRINCIPAL PLACE OF BUSINESS

The principal place of business and initial registered office of the Corporation shall be as follows

1060 North Shore Drive, NE, Unit 1, St. Petersburg, FL 33701

located in Pinellas County, Florida, but the Corporation shall have the power to establish branch offices and other places of businesses at such other place or places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VI. REGISTERED AGENT

The initial registered agent of the Corporation shall be the following named person at the following address:

NAME OF REGISTERED AGENT: DAVID A. BACON, Esquire

ADDRESS OF REGISTERED AGENT: 2959 First Avenue North
St. Petersburg, Florida 33713

ARTICLE VII. MEMBERS

The Corporation shall have Voting Members and Non-Voting Members, each to be issued a certificate of membership and thereby granted all rights and privileges in accordance with and as specifically stated in the By-Laws of the Corporation, as the same may be amended from time to time.

**ARTICLE VIII.
BOARD OF TRUSTEES**

The management of the Corporation shall be performed by and vested in a Board of Trustees consisting of at least three (3) members who shall be elected annually by the Voting Members in accordance with the provisions of the By-Laws of the Corporation.

**ARTICLE IX.
OFFICERS OF CORPORATION**

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees and may be removed by the Board of Trustees at such time and in such manner as may be prescribed by the Bylaws.

**ARTICLE X.
SUBSCRIBERS OF CORPORATION**

The name and post office address of each subscriber to the Articles of Incorporation are as follows, to-wit:

NAME	ADDRESS
KEN CHEEZEM	2473 Kingfisher Lane, #103 Clearwater, FL 33762

**ARTICLE XI.
DATE OF EXISTENCE**

It is specified that the date when corporate existence of this Corporation shall commence is the date of filing by the Secretary of State of these Articles of Incorporation.

**ARTICLE XII.
BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

**ARTICLE XIII.
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

**ARTICLES XIV.
INDEMNIFICATION**

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

**ARTICLE XV.
NONSTOCK BASIS**

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation, under the laws of the State of Florida, this 2nd day of May, 2000.

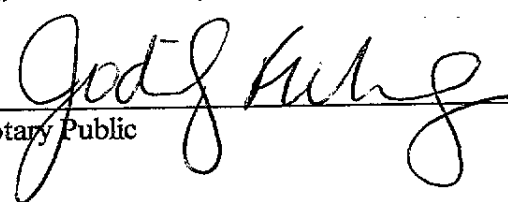


KEN CHEEZEM

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, KEN CHEEZEM, an officer duly authorized to administer oaths and take acknowledgments, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation, for and on behalf of said Corporation and under its corporate seal, and he acknowledged before me that he signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS MY HAND and seal at St. Petersburg, Pinellas County, Florida, this 2nd day of May, 2000.
My Commission Expires:



Notary Public

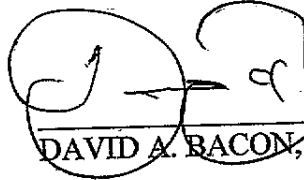


Jody Lynn Furlong
Commission # CC 910562
Expires Feb. 15, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of UPWARD WING, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 3rd day of May, 2000.



DAVID A. BACON, Esquire

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