

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA NON-PROFIT CORPORATION

CHOICE OF THE TREASURE COAST, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
CHOICES OF THE TREASURE COAST, INC.

Pursuant to Section 617.01011, et. seq., Florida Statutes, the undersigned person, acting as incorporator of a not-for-profit corporation, hereby executes the following Articles of Incorporation.

ARTICLE I - IDENTITY

1.1 The name of this non-profit corporation is CHOICES OF THE TREASURE COAST, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

2.1 The address of the principal office is 1013 N. W. Terrace Road, Stuart, FL 34994.

2.2 The mailing address of the CHOICES OF THE TREASURE COAST, INC. is 1013 N. W. Terrace Road, Stuart, FL 34994.

ARTICLE III - PURPOSE

3.1 This corporation is formed, organized and shall always be operated for charitable, educational and scientific purposes, including for such purposes the continuum of services that persons with disabilities might need or benefit from including, but not limited to, housing, education, training, support for independent living, education for the community to support inclusion and all related programs, services and activities, solely and exclusively as a not-for-profit corporation.

3.2 The principal purpose of this corporation is planning, fostering, encouraging, supporting, overseeing, coordinating, directing, presenting, producing, promoting, operating and managing programs, activities and facilities for the benefit of persons with disabilities in the State of Florida, with a goal of promoting independence and empowering people to make choices.

3.3 The principal purpose of this corporation includes, but is not limited to the development and delivery of any and all services, programs, activities, training, advocacy, linkage with other services, programs or activities for persons experiencing one or more challenges or having one or more special needs when the challenge or need interferes with one or more activities of daily living.

3.4 In carrying out this principal purpose, this corporation shall be specifically empowered to engage in the following listed activities in furtherance of one or more of the corporation's exempt purposes as well as all other statutory powers.

(1) Soliciting, receiving or generating funds from any source not inconsistent with the purposes of the corporation and soliciting, receiving or generating contributions, grants, gifts, donations, bequests, endowments or subventions from any person or entity or any unit or agency of government;

(2) Providing corporate services by contract or otherwise;

(3) Making contributions or donations for public welfare or public benefit of persons with disabilities;

Articles of Incorporation
Choices Of The Treasure Coast, Inc.
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(4) Developing and conducting disability awareness and education activities, focusing public attention and awareness on the need to respect and include persons with disabilities in our community and initiating and supporting services and programs to further these goals; and

(5) Doing and performing any and all acts as may be necessary and/or appropriate in order to carry out the stated purposes of the corporation.

3.5 This corporation shall be prohibited from carrying on non-exempt activities under 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Law and under Chapter 617, Florida Statutes, as amended from time to time, solely and exclusively as a not-for-profit corporation.

3.6 Pecuniary profit, gain or private advantage is not and shall not be the object of this corporation or its officers and directors. No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its directors, trustees, officers, or other private persons except that the corporation shall be authorized to pay reasonable reimbursement for expenses in a reasonable amount to its officers and directors for services rendered and may confer benefits upon its members in conformity with its purposes. Contributions to this corporation are intended to qualify for a charitable deduction under Sections 170(c), 2055 or 2522 of the Internal Revenue Code as it may be amended from time to time.

ARTICLE IV - TERM

4.1 Corporate existence shall commence upon filing these Articles of Incorporation with the Department of State and the term of the corporation shall be perpetual.

ARTICLE V - POWERS

5.1 The corporation shall have all of the common law and statutory powers of a corporation not-for-profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles, provided, however, that notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding provision of any future United States Internal Revenue Law.

5.2 The corporation shall not issue shares of stock and shall not distribute any part of its income to its members, directors or officers; provided, however, that the corporation may pay compensation in a reasonable amount to its members, directors, officers and employees for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE VI - LIMITATIONS

6.1 The corporation shall be operated exclusively for the charitable, educational and scientific purposes as specified herein as a non-profit corporation. No individual or director of the corporation shall have any title to or interest in the corporate property or earnings in her individual or private capacity and no part of the net earnings of the corporation shall inure to the benefit of any director, trustee, officer, member or individual. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation nor shall the corporation participate in or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of or in opposition to any candidate for public office.

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ARTICLE VII - NON-STOCK BASIS

7.1 This corporation is organized upon a non-stock basis.

ARTICLE VIII - MEMBERS

8.1 This Corporation shall have members whose qualifications and manner of admission shall be as regulated in the bylaws. The members shall elect directors at the annual meeting as provided in the Bylaws.

ARTICLE IX - DIRECTORS

9.1 Powers. All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of the Board of Directors.

9.2 Number. The affairs of this corporation shall be conducted by a Board of Directors, the number of which shall be determined from time to time in accordance with the Bylaws but shall never be less than three (3) and in the absence of any such determination shall be three (3) directors. Notwithstanding the maximum number of directors permitted under the Bylaws, it is the declared intention of the corporation that the number of directors be no larger than minimally necessary in order to properly carry on the activities of the corporation.

9.3 Election; Removal. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

9.4 Compensation. Directors shall not be compensated for service on the Board, but may be reimbursed for expenses in accordance with the procedure provided in the Bylaws.

9.5 Resignations. Directors shall resign in accordance with the procedure provided in the Bylaws.

9.6 Initial Directors. The names and addresses of the initial directors to hold office until the first annual meeting of members and/or until their successors shall have been elected and qualified are as follows:

Antoinette R. Appel, Ph.D.	1200 N. University Dr. Plantation, FL 33322
Andrea L. Moore, Esquire	1801 University Dr., PH-B Coral Springs, FL 33071
Dolores Farrell	830 N. W. Rivershore Blvd. Stuart, FL 34994

9.7 Property. The Board of Directors shall administer and distribute the property held by this corporation in accordance with the purposes of this corporation.

9.8 Liability. No director of the corporation, member of any advisory board, or steering committee, or other trustee or persons who serve on a board, committee or council in an advisory capacity as may hereafter be created from time to time by the Board of Directors, shall be personally

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liable to the corporation or its members, if any, provided, however, that this Article shall not eliminate or limit the liability of any such person for:

- (i) The director's breach or failure to perform their duties;
- (ii) A violation of criminal law, unless the director had reasonable cause to believe her conduct was lawful or had no reasonable cause to believe her conduct was unlawful;
- (iii) A transaction from which the director derived an improper personal benefit, either directly or indirectly; or
- (iv) Recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety or property as defined in Section 617.0834, Florida Statutes, as amended.

9.9 Indemnification. Indemnification shall be provided to the fullest extent permitted by law unless otherwise restricted in the Bylaws.

- (i) Each director, officer, employee or agent of CHOICES OF THE TREASURE COAST, INC. who is successful in defense of any proceeding or of any claim, issue, or matter shall be indemnified against expenses actually and reasonable incurred in said defense.

ARTICLE X - REGISTERED AGENT AND OFFICE

10.1 The name of the initial registered agent of the corporation and their street address are as follows:

Linda Siemer, 1013 N. W. Terrace Road, Stuart, FL 34994.

ARTICLE XI - PROCEDURE TO AMEND ARTICLES

11.1 The Articles of Incorporation shall be amended, altered or repealed in accordance with the procedure provided in the Bylaws.

ARTICLE XII - INCORPORATOR

12.1 The name and street address of the person signing these Articles of Incorporation are as follows:

Linda Siemer, 1013 N. W. Terrace Road, Stuart, FL 34994.

12.2 All powers, duties and responsibilities of the incorporator shall cease at the time of the delivery of these Articles of Incorporation to the Florida Department of State.

ARTICLE XIII - DISSOLUTION

13.1 In the event of dissolution, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding provisions of any future United States Internal Revenue Law.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 21st day of MARCH, 2001.

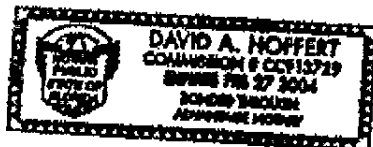
Linda Siemer
Linda Siemer - Incorporator

STATE OF FLORIDA

COUNTY OF MARTIN

I HEREBY CERTIFY, that on the 21st day of MARCH, 2001, personally
appeared before me, an officer duly authorized to administer oaths and take acknowledgments,
Linda Siemer to me well known to be the person described in and who executed the foregoing
Articles of Incorporation for CHOICES OF THE TREASURE COAST, INC. and who is personally
known to me or has produced _____ as identification,
and has acknowledged before me that he executed the same freely and voluntarily for the purposes
expressed therein.

WITNESS my hand and official seal at 1013 NW FERNALD Rd
MARTIN, Florida this 21st day of MARCH, 2001. County of MARTIN



David Hoffert
NOTARY PUBLIC, State of Florida

Printed Name of Notary: DAVID HOFFERTCommission Number: 00 913729

My commission expires:

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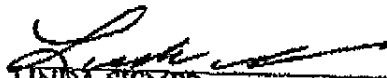
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

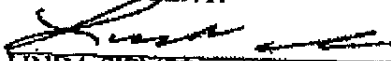
1. The name of the Corporation is: CHOICES OF THE TREASURE COAST, INC.
2. The name and address of the registered agent and office is:

Linda Siemer
1013 N. W. Terrace Road
Stuart, FL 34994


LINDA SIEMER

3/24/01
DATE

HAVING BEEN NAMED AS REGISTERED AGENT AND DESIGNATED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.


LINDA SIEMER

3/21/01
DATE

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