



**LAW OFFICES OF RON A. RHOADES, P.A.**  
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**Ron A. Rhoades, B.S., J.D. and Dawn Pautler-Ellis, B.A., J.D.**

Estate Planning • Wills • Trust Agreements • Estate and Gift Taxation • Probate  
Trust Administration • Business Entities and Taxation • Personal Injury & Wrongful Death

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**Citrus Hills Office:** 2428 North Essex Avenue  
Hernando, FL 34442-5320

**Spring Hill Office:** 2154 Mariner Boulevard  
Spring Hill, FL 34609

July 23, 2001

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**RE: RED RIBBON HOMESTEAD AIDS PROJECT, INC.**

Dear Sirs:

Enclosed please find the original and one copy of the proposed Articles of Incorporation for RED RIBBON HOMESTEAD AIDS PROJECT, INC.

Please approve and file the original and certify the copy for us.

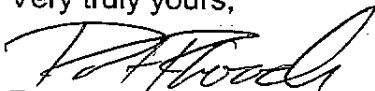
Also enclosed is a check payable to you for charges as follows:

Filing Fee	\$70.00
Certified Copy	\$ 8.75
<b>TOTAL</b>	<b>\$78.75</b>

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Please contact our office collect if anything further is required in order to avoid delay in filing.

Very truly yours,

  
Ron A. Rhoades

RAR:ear

Enclosures

CC: Red Ribbon Homestead AIDs Project, Inc.

D. BROWN JUL 27 2001

**Articles of Incorporation**  
**of**  
**Red Ribbon Homestead AIDS Project, Inc.**

[In Compliance With Chapter 617, Florida Statutes (Not For Profit)]

**ARTICLE I - NAME**

The name of the corporation shall be: Red Ribbon Homestead AIDS Project, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal office and mailing address of the corporation shall be:

c/o Joseph & Company Certified Public Accountants, Inc.  
7215 Hiawatha Parkway  
Spring Hill, Florida 34606

**ARTICLE III - PURPOSE**

The Corporation is organized exclusively for the following:

A. Charitable, religious or scientific purposes, within the meaning of section 501(c)3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) and the Regulations thereof.

**ARTICLE IV - MANNER OF ELECTION**

The manner in which the directors are elected or appointed is set forth in the Bylaws.

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## **ARTICLE V - INITIAL DIRECTORS/OFFICERS**

The names and addresses of the initial directors are:

Steven R. Krakower  
2152 Gregory Place  
Sea Girt, NJ 08750

Carol Ann Krakower  
2152 Gregory Place  
Sea Girt, NJ 08750

William Neuschaefer  
2297 Pine Court  
Palm Harbor, FL 34683

The name and address of the officer is:

William Neuschaefer, Executive Director  
2297 Pine Court  
Palm Harbor, FL 34683

## **ARTICLE VI - DISTRIBUTION OF GAINS**

No part of the net earnings of the corporation shall insure to the benefit of, or be distributable to its members, trustees, directors, or officers, 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda in, or intervene in (including the publishing of distribution of statements) and political campaign on behalf of or in opposition to any candidate for public office.

## **ARTICLE VII - PERMITTED SERVICES**

Notwithstanding any other provision of these articles, the corporation shall not carry on any other services not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 50(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

## **ARTICLE VIII - DISSOLUTION**

In the event of the dissolution and winding up of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

(1) A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States of the District of Columbia, to be used exclusively for public purposes, or

(2) A corporation, trust, or community chest, fund or foundation:

(a) Created or organized in the United States or in any possession hereof, or under the laws of the United States any state or territory, the District of Columbia, or any possession of the United States.

(b) Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals.

(c) No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

(d) No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund r foundation organized and

operated exclusively for charitable, religious, scientific or educational purposes which is tax-exempt, non-profit corporation under the United States internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of the dissolution thereof, such assets shall be disposed of in such manner as may be directed by decree of the circuit court in the county in which the dissolved corporation had its principal office, upon petition therefore by the Attorney General, or any person concerned in the liquidation.

#### **ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is Ray Virgilio, CPA, c/o Joseph & Company Certified Public Accountants, Inc., 7215 Hiawatha Parkway, Spring Hill, Florida 34606.

#### **ARTICLE X - INCORPORATOR**

The name and address of the incorporator is as follows:

William Neuschaefer  
2297 Pine Court  
Palm Harbor, FL 34683

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.



RAY VIRGILIO, REGISTERED AGENT

DATED: 6/18, 2001



WILLIAM NEUSCHAEFER,  
INCORPORATOR

DATED: 6/15, 2001