

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**N010000006759**

**Mental Health Association  
of Collier County Foundation, Inc.**

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-09/24/01--01073--003  
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**FILED**  
01 SEP 24 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Art of Inc. File

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

UCC 11 Retrieval

Courier

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01 SEP 24 AM 11:03  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Signature

Requested by

Name

Date

Time

Walk-In

Will Pick Up

**J. BRYAN SEP 24 2001**

**ARTICLES OF INCORPORATION  
OF  
MENTAL HEALTH ASSOCIATION OF  
COLLIER COUNTY FOUNDATION, INC.  
A FLORIDA NONPROFIT CORPORATION**

**FILED**  
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**ARTICLE I - NAME**

The name of this Corporation is Mental Health Association of Collier County Foundation, Inc.

**ARTICLE II - PRINCIPAL OFFICE AND ADDRESS**

The address of the principal office of the Corporation is 2335 Ninth Street North, Suite 404, Naples, FL 34103, and the mailing address of the Corporation is 2335 Ninth Street North, Suite 404, Naples, FL 34103.

**ARTICLE III - DURATION**

The duration of the Corporation is perpetual and the corporate existence will commence on the filing of these Articles by the Florida Department of State.

**ARTICLE IV - PURPOSE**

The purposes for which this Corporation is formed are:

- (1) The primary purpose is to provide a nonpartisan, nonprofit organization to promote mental health and achieve victory over mental illnesses through

Moreover, nothing contained in the foregoing statement of purposes shall be construed to authorize this Corporation to carry on any activity for the profit of its members, or to distribute any gains, profits, or dividends to its members as such, except for distribution of assets on dissolution and winding up, and except as may otherwise be authorized by the laws of this State.

#### **ARTICLE V - INTERNAL REVENUE CODE SECTION**

##### **501(c)(3) RESTRICTIONS AND PRIVATE FOUNDATION PROVISIONS**

- (1) The purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof, exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
- (2) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any Director, Officer, or member of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, and reasonable expenses may be paid thereto, affecting one or more of the Corporation's purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on

advocacy, education, prevention and social action.

- (2) The general purposes and powers are:
  - (a) To purchase, lease, or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey, or otherwise dispose of, real and personal property of every kind, nature or description, as may be necessary or desirable to promote the primary purpose of this Corporation.
  - (b) To make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision.
  - (c) To have and exercise all the rights and powers conferred on nonprofit corporations under Florida law, as such law is now in effect of may be from time to time amended.
  - (d) To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this Corporation.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

- (3) Notwithstanding any of the foregoing statements of purposes and powers, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this Corporation as set forth in Paragraph (1) of this Article IV.

dissolution of the Corporation. No substantial part of the activities of the Corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

- (3) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 (d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (4) The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (5) The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (6) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (7) The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (8) Notwithstanding any other provision of these Articles of Incorporation, the

Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

- (9) Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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 the Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 2335 Ninth Street North, Suite 404, Naples, Florida 34103, and the name of the initial Registered Agent of this Corporation is Petra Jones.

**ARTICLE VII - DIRECTORS**

The method of election of the directors of the Corporation is set forth in the bylaws.

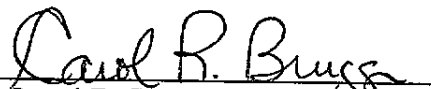
**ARTICLE VIII - INCORPORATORS**

The names and residence address of the incorporator is:

Name	Address
Carol R. Brugger	788 Park Shore Drive, F-27 Naples, Florida 34103

IN WITNESS WHEREOF, I have subscribed my name this 18 day of September,

2001

  
\_\_\_\_\_  
Carol R. Brugger, Incorporator

## APPOINTMENT OF RESIDENT AGENT

### STATE OF FLORIDA DEPARTMENT OF STATE

Certificate designating place of Business or Domicile for the Service of Process within this State, naming Agent upon whom process may be served and names and addresses of the Officers and Directors.

MENTAL HEALTH ASSOCIATION OF COLLIER COUNTY FOUNDATION, INC, a corporation under the laws of the State of Florida, with its principal office at 2335 Tamiami Trail North, Suite 404, Naples, Florida 34103, has named Petra Jones, as its resident agent to accept service of process within this State.

#### OFFICERS

PRESIDENT	Dennis M. Gayle, Sr.
VICE-PRESIDENT	Jane S. Dunn
SECRETARY	Carol R. Brugger
TREASURER	Jane S. Dunn

#### DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
Dennis M. Gayle, Sr.	8155 Lowbank Drive Naples, Florida 34109
Jane S. Dunn	9216 Sweetgrass Way Naples, Florida 34108
Carol R. Brugger	27725 Old 41 Road, Suite 103 Bonita Springs, Florida 34135

**FILED**  
01 SEP 24 PM 12:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

DATED: September 18, 2001.

#### ACCEPTANCE

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

  
Petra Jones