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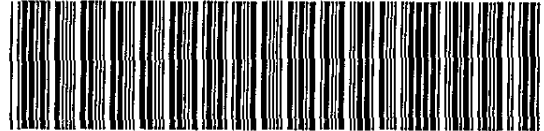
(Business Entity Name)

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03 JAN 30 AM 10:39  
CLERK OF COURT  
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FILED

2003-1097

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: HOME AT LAST, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Larry Crow, P.A.  
Name (Printed or typed)

1247 S. Pinellas Avenue

Address

Tarpon Springs, FL 34689

City, State & Zip

(727) 945-1112

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE

Ken Detzner  
Secretary of State

January 21, 2003

LARRY CROW, P.A.  
1247 S. PINELLAS AVENUE  
TARPON SPRINGS, FL 34689

SUBJECT: HOME AT LAST, INC.  
Ref. Number: W03000001697

RECEIVED  
03 JAN 30 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for HOME AT LAST, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6965.

Shannon Elliott  
Document Specialist  
New Filing Section

Letter Number: 103A00003325

*Thank you*  
*[Signature]*

**ARTICLES OF INCORPORATION**  
**OF**  
**HOME AT LAST OF TAMPA BAY, INC.**

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03 JAN 30 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, for a not-for-profit corporation under Chapter 617 of the Florida Statutes, do hereby, adopt the following Articles of Incorporation for such corporation.

**ARTICLE I**

**NAME**

The name of this corporation shall be HOME AT LAST OF TAMPA BAY, INC.

**ARTICLE II**

**ADDRESS**

The principal place of business and initial registered office of the corporation shall be 4300 – 46<sup>th</sup> Street North, St. Petersburg, Florida.

**ARTICLE III**

**PURPOSES**

(a) The general nature, objects and purposes, for which this corporation is exclusively organized and operated, are to further the welfare of all adults and children.

(b) This corporation may receive and maintain funds or assets of real and/or personal property, and subject to the restrictions and limitations hereinabove and

hereinafter set forth, shall use the whole or any part of the income there from and the principal thereof exclusively for its charitable, scientific or educational purposes.

(c) No part of the net earnings of this corporation shall inure to the benefit of or be distributable to any member, director or officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no member, director or officer of this corporation, or any private individual shall be entitle to share in the distribution of any of the corporate assets on dissolution of this corporation.

(d) Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code or the regulations issued hereunder, or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local governments for exclusive public purpose.

### ARTICLE III

#### Powers

This corporation shall have and exercise all powers provided by the law of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617 Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenience to affect any and all purposes for which the corporation is organized, subject however, to the following:

(a) This corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within the meaning, requirements and effect of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended heretofore and hereafter.

(b) This corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

(c) This corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4941 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(d) This corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

(e) This corporation shall not make any investments in such a manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(f) This corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(g) This corporation shall not engage in any prohibited transaction as defined in Section 503 (b) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE IV

##### Members

The members of this corporation shall consist of those persons who join as subscribers to these Articles of Incorporation, and such other persons over eighteen (18) years of age, or entities as may from time to time be elected and admitted to the membership of majority vote of the Board of Directors of this corporation in accordance with the provisions of the by-laws of this corporation.

## ARTICLE V

### Term of Existence

The term for which this corporation is to exist shall be perpetual.

## ARTICLE VI

### Subscriber

The name and address of the subscriber to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Sherryl Mantell	861 Jennings Avenue N. St. Petersburg, FL 33704

## ARTICLE VII

### Officers and Directors

(a) (1) The affairs of this corporation shall be managed by a Board of Directors who shall be elected by majority vote of the members of this corporation, at a duly called meeting, as provided in the bylaws and by officers who shall be elected annually by majority vote of the Board of Directors and who may or may not be members of this corporation. With the exception of the first two annual periods of this corporation, and as further provided in Article VIII, a director shall be elected for a term of three (3) years with the terms staggered in order that one-third (1/3) of the Board of Director's terms will expire each year.

(2) The officers to be elected shall be a president, a vice president, a secretary, and a treasurer, and such other officers as may be provided for in the by-laws of this corporation. The same person may hold multiple offices. The duties of the respective officers and the manner of filling vacancies in the office positions of this corporation shall be provided in the by-laws.

(b) The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the by-laws of this corporation. The number shall not be less than four or more than sixteen. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at the meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or without the State of Florida.

(c) Directors or officers of this corporation may be removed, with or without cause, by the members at a meeting duly called in the manner set out in the by-laws.

## ARTICLE VIII

### Directors

The following are the names and addresses of the members of the initial Board of Directors, who, subject to these Articles, the by-laws of this corporation and the laws of the State of Florida, shall hold office for terms as hereinafter provided, or until their successors have been duly elected and qualified as provided in the by-laws:

<u>Name</u>	<u>Address</u>
Sherryl Mantell	861 Jennings Avenue N. St. Petersburg, FL 33704
Cheryl Caudill	5532 48 <sup>th</sup> Avenue N. Kenneth City, FL 33709
Deborah A. Passerini	c/o Goodwill Industries-Suncoast 10596 Gandy Blvd., St.Petersburg, FL 33702



## ARTICLE IX

### Officers

The names and addresses of the officers of this corporation who, subject to these Articles and the by-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of existence of this corporation or until an election is held by the directors of this corporation for the elective of permanent officers or until their successors have been duly elected and qualified are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Sherryl Mantell	President/	861 Jennings Avenue N. St. Petersburg, FL 33704
Cheryl Caudill	Secretary/Treasurer	5532 – 48 <sup>th</sup> Avenue N. Kenneth City, FL 33709

## ARTICLE X

### Registered Office and Registered Agent

The name of this corporation's initial registered agent is Sherryl Mantell and the street address of this corporation's initial registered office is 4300 – 46<sup>TH</sup> Street North, St Petersburg, Florida. This corporation shall keep the Department of State of the State of Florida informed of the current city, town or village and street address of said registered office together with the name of the registered agent.

## ARTICLE XI

### By-Laws

The by-laws of this corporation may be made, altered or rescinded from time to time, in whole or in part, by a majority vote of the directors of this corporation present at any meeting of the Board of Directors duly called and convened; provided, however, that a quorum is present at the meeting and notice of the proposed action with respect to the by-laws shall have been waived by a majority of the members of the Board of Directors, or mailed by the secretary of this corporation to all of the members of the Board of Directors at least three (3) days before the meeting.

## ARTICLE XII

### Amendment of Articles of Incorporation

These Articles may be amended by resolution adopted by the majority vote of the majority vote of the members of this corporation present at any meeting duly called and convened; provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the members of this corporation, or ten (10) day's advance notice of the amendment or amendments to be considered at such meeting, shall have been given in writing personally or by mail to each member of this corporation prior to such meeting.

## ARTICLE XIII

### Written Actions of Members and Directors

All actions of directors or members, including but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consent as provided in the Florida Statutes, as now amended, or as same may be amended from time to time.

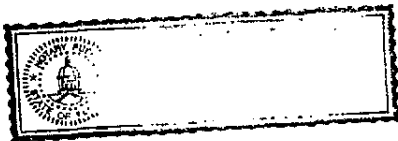
IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the  
uses and purposes therein expressed this 13<sup>th</sup> day of January, 2003.

Sherryl Mantell  
Sherryl Mantell

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing was acknowledged before me this 13<sup>th</sup> day of January, 2003,  
by Sherryl Mantell, who is personally known to me or who has produced  
\_\_\_\_\_ as identification.

Patty L. Cole  
NOTARY PUBLIC



**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

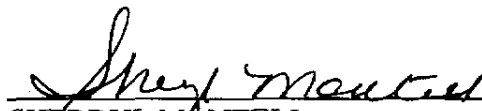
Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the Company is HOME AT LAST OF TAMPA BAY, INC.
- 2) The name and address of the registered agent and office is:

Sherryl Mantell  
861 Jennings Avenue N.  
St. Petersburg, FL 33704

  
SHERRYL MANTELL

HAVING BEEN NAMED REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY 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

  
SHERRYL MANTELL

03 JAN 30 AM 10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA