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John Anthony Requester's Name  1030 West Olive Street Address  Lakeland, Florida 33815 City/State/Zip Phone#		• • • · · · · · · · · · · · · · · · · ·	
CORPORATION NAME(S) & DOCUM	IENT NUMBER(S), (if	Office Use Only known):	
1. Central Florida Homes Dive: (Corporation Name)	rsified Care, Inc. (Document#)		=
2. (Corporation Name)	(Document #)	<del></del>	4
3. (Corporation Name)	(Document #)	<del></del>	ς
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NEW FILINGS  Profit Not for Profit Limited Liability Domestication Other  OTHER FILINGS  Annual Report Fictitious Name	AMENDMENTS  Amendment	A., Officer/Director ered Agent drawal <u>UALIFICATION</u>	
	Trademark Other	Examiner's Initials	_
CR2E031(7/97)			

#### ARTICLES OF INCORPORATION

#### OF

## CENTRAL FLORIDA HOMES DIVERSIFIED CARE, INC.

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of a corporation, not for profit, adopt the following Articles Of Incorporation for such Corporation pursuant to Chapter 617. of Title 34 of the Statues of the State of Florida.

#### ARTICLE I

#### Name

The name of the Corporation shall be Central Florida Homes Diversified Care, Inc.

#### ARTICLE II

# Duration

This corporation shall exist perpetually or until dissolved by due process of law.

# ARTICLE III

# Principal Office, Registered Agent and Address

The address of the Corporation's principal office is 1420 Bryant Street, Bartow, Florida 33830.

The registered agent of the Corporation is Mercia Silas-Burt whose address is 1420 Bryant Street, Bartow, Florida 33830.

ONTER CONTRACTOR

#### ARTICLE IV

#### Corporate Seal

The Corporate Seal of the Corporation shall have inscribed thereon the name of the Corporation, the year of the incorporation and the words "CORPORATE SEAL" and "FLORIDA."

#### ARTICLE V

#### Purpose

The purpose for which the corporation is organized is exclusively for religious, educational, charitable and scientific, that are described in Section 501(c)(3) of the Internal Revenue Code of 1986.

- 1. To address the physical, mental and social needs and problems of the elderly and mentally ill;
- 2. To establish quality facilities for the elderly and mentally ill;
- 3. To secure affordable facilities for the elderly and mentally ill;
- 4. To provide wholesome and quality care for the elderly and mentally ill;
- 5. To assist the elderly and low income persons in securing quality health care;
- 6. To establish ways and means of securing food and clothing for the needy; and
- 7. To oversee, monitor, administer and facilitate projects and operations pertaining to diversified health care.

In furtherance, but not limitation of the forgoing purposes, the corporation shall have the power and authority:

To receive assistance, money (as grants or otherwise), real or personal
property and any other form of contributions, gifts, bequest or devise from any
person, firm or corporation to be utilized in the furtherance of the necessary,
objects and purposes of this Corporation; to enter into agreements or contracts
for contributions to the Corporation for its objects and purposes, provided
however, the gifts shall be subject to acceptance by the Board of Directors as
required by the bylaws;

- 2. To distribute, in the manner, form and method, and by means determined by the Board of Directors of this corporation, any and all forms of contributions received by it in carrying out the programs of the corporation in furtherance of its stated purposes. Money and real or personal property contributed to the corporation in furtherance of those objects and purposes are and shall continue to be impressed with a trust for such purposes; and
- 3. Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purpose for which this Corporation is formed.

#### ARTICLE VI

# Membership

The Corporation shall have no members.

#### ARTICLE VII

#### Limitation

- Notwithstanding any provision of these articles, this corporation shall not carry
  on any activities not permitted to be carried on by an organization exempt from
  Federal Income Tax under section 501 (c)(3) of the Internal Revenue Code of
  1986 or the corresponding provisions of any future United States Internal
  Revenue Law.
- The Corporation shall not carry on propaganda or otherwise attempt in any way
  to influence legislation or participate or intervene in, (including the publishing
  or distribution of statement), any political campaign on behalf of any candidate
  for public office.
- 3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, and Officers except that the Corporation shall be authorized and empowered to pay compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth above.

#### ARTICLE VII

## Dissolution

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the bylaws and shall include that:

- Upon dissolution of the Corporation or winding down of its affairs, The assets of the Corporation shall be applied and distributed as follows:
  - a. All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made;
  - Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with requirements; and
  - c. All remaining assets not disposed of under either of the proceeding paragraphs (a or b) shall be transferred or conveyed to one or more religious, charitable, educational or scientific organizations (i) which are described in Section 509 (a)(1),(2), or (3) and (ii) to which deductible contributions can be made under Section 170 (c) (2), 2522(a)(2), as the Board of Directors.

#### ARTICLE VIII

#### Indemnification

Every Director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director or officer may be a party or may become involved by reason of being or having been a director or an officer at the time such expenses incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approve such settlement and reimbursement as being in the best interest of the Corporation. The forgoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled

by law. Appropriate liability insurance shall be provided for every director, officer and agent of the Corporation in amounts determined from time to time by the Board of Directors.

#### ARTICLE IX

#### **Board of Directors**

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than four (4). The Directors shall be elected in the manner prescribed by the Bylaws.

The names and addresses of each Director of the Corporation are as follows:

James E. Burt 1420 Bryant Street Bartow, Florida 33830 Mercia Silas-Burt 1420 Bryant Street Bartow, Florida 33830

Gailon W. Williams 850 Maple Avenue Bartow, Florida 33830

John Anthony 1236 North Virginia Avenue Lakeland, Florida 33805

#### ARTICLE X

# **Officers**

The names and addresses of each Officer are as follows:

James E. Burt, President 1420 Bryant Street Bartow, Florida 33830

Mercia Silas-Burt, Vice President/Secretary
1420 Bryant Street
Bartow, Florida 33830

Gailon W. Williams, Treasurer 850 Maple Avenue Bartow, Florida 33830

#### ARTICLE XI

## Contracts and Agreements

The corporation shall have power from time to time to make such contracts and do such things as shall be authorized by the Board of Directors of this corporation and the laws of the State of Florida. All legal contracts of the corporation shall be signed by the President and attested by the Secretary.

#### **ARTICLE XII**

#### **Territory**

The Territory in which the operations of the corporation are principally to be conducted in Central Florida.

#### ARTICLE XIII

## Fiscal Year

The fiscal year of the Corporation shall begin January 1 and end on December 31 of each calendar year.

# ARTICLE XIV

# Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. The Articles of Incorporation shall be amended in accordance with the Bylaws and provisions of the laws of the State of Florida.

IN WITNESS WHEREOF, we, the undersigned do acknowledge these Articles of Incorporation are made and adopted by the Board of Directors and accordingly have hereunto set hands this \_\_\_\_\_\_ day of April, A.D. 2003.

President/

ice President

Secretary/Treasurer

John Anthony

COUNTY OF POLK STATE OF FLORIDA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the County and State aforesaid to take acknowledgements personally appeared:

James E. Burt

Mercia Silas-Burt

Gailon Williams

John Anthony

To me well known to be persons described in the forgoing Articles of Incorporation and acknowledge before me that they subscribe to same.

Notary Public

OFFICIAL NOTARY SEAL
AMBROSE E AUSTIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD113971

MY COMMISSION EXP. MAY 17,2006

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# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

. . . .

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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:_	Central	Florida	Homes	Divers	ified	Care, Inc.
-					·	
2. The name and address of the reg	gistered ag	ent and off	ice is:			
<u>Mercia Silas-Burt</u>	(Name)					-
1420 Bryant Stree (P.O	et. ). Box <u>not</u> a	cceptable)				
Bartow Florida 33	R830 (City/State/	Zip)		<u> </u>		
Having been named as registered a above stated corporation at the place the appointment as registered agen to comply with the provisions of all smance of my duties, and I am familial as registered agent.	gent and to se designat t and agree statutes rei r with and	accept se ed in this o to act in t ating to the accept the	ervice of certificat his capa e proper obligati	process e, I herei ocity. I fu and com ons of m	for the by acception acception acception acception for the second acceptance of the second accep	ot ree erfor- on
Freuin Silver But (Signature)		<u>Apr</u> i	18,	2003 Date)	APR -8 PM 1:2	SECRETALY OF STAN
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