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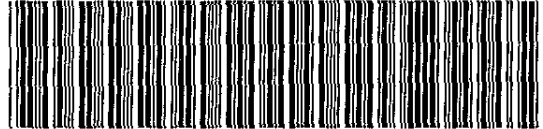
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Letter of Transmittal

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

Dear Sir or Madam:

Enclosed please find our Articles of Incorporation to become a not-for profit 501.c.3 organization and a check (#1448) in the amount of \$70.00 pursuant to the requirement of the State of Florida.

Respectfully,

A handwritten signature in black ink, reading "Birgit Wilhelm". The signature is written in a cursive, flowing style.

Birgit Wilhelm

ARTICLES OF INCORPORATION
of
INDEPENDENT LIFE-SKILLS PATHWAYS, INC.

03 APR -7 PM 3:00
STATE OF FLORIDA
SECRETARY OF STATE

ARTICLE I - CORPORATE NAME

The name of this corporation is:

INDEPENDENT LIFE-SKILLS PATHWAYS, INC.

ARTICLE II - STYLE OF ENTITY AND STATUTORY AUTHORITY

This is a nonprofit corporation, organized solely for general purposes pursuant to Chapter 617, Florida Statutes.

ARTICLE III - DURATION

The term of existence of the corporation is perpetual unless terminated earlier pursuant to these Articles.

ARTICLE IV - GENERAL AND SPECIFIC PURPOSES

1. The purpose for which the corporation is organized is exclusively educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. 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 under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

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3. The attainment of profit shall not be a purpose of this corporation.

ARTICLE V - USE OF INCOME

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 the purposes set forth in Article IV hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI - POWERS

The corporation shall have the power to do all things necessary or expedient to carry out the purpose of the corporation and, in general, to possess all of the rights, privileges, immunities and all of the benefits granted to corporations of a similar character that are organized under the Laws of the State of Florida, including, but not limited to, the power to acquire, either by gift or purchase, and to encumber, in any manner, lease and improve, all real estate and personal property owned by the corporation for the purpose of promoting the general purposes and objectives of the corporation as expressed in Article IV of these Articles of Incorporation.

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of
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ARTICLE VII - NAMES OF SUBSCRIBERS

The names and addresses of the subscribers and the initial subscribers of this corporation are as follows:

Bucca, Mary; 1010 Lake Palms Drive; Largo, FL 33771

Green, Sara; 1837 Venetian Point Dr., Clearwater, FL 33755

Harris, Ronald; 20000 U.S. Hwy. N. #523; Clearwater, FL 33764

Lemieux, Armond; 518 3rd Avenue S. #707, St. Petersburg, FL 33701

Lewis, Sheila; 503 77th Avenue N. #104, St. Petersburg, FL 33702

Ruf, Virginia; 2237 Terrace Dr. N., Clearwater, FL 33765

Van Eepoel, August Ray; 1527 Albemarle Ct., Dunedin, FL 34698

Watkins, Margaret; 6665 10th Ave. N., St. Petersburg, FL 33710

The foregoing individuals are residents of the State of Florida.

ARTICLE VIII - BOARD OF DIRECTORS

1. The business affairs shall be managed, and operational policies established, by a Board of Directors, subject to and in accordance with the Bylaws, which shall be comprised of not less than three individuals. The Bylaws may provide for alternates who may serve in the absence or inability of a Director to serve or in the event a vacancy on the Board of Directors.

ARTICLES OF INCORPORATION
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2. Elections to membership on the Board of Directors shall be held on the date and at the time and place as provided in the Bylaws.

3. The terms of the members of the Board of Directors shall be as provided in the Bylaws.

4. The initial members of the Board of Directors, who shall hold office until their successors are elected and assume office, shall be as follows:

Bucca, Mary; 1010 Lake Palms Drive; Largo, FL 33771

Harris, Ronald; 20000 U.S. Hwy. N. #523; Clearwater, FL 33764

Lewis, Sheila; 503 77th Avenue N. #104, St. Petersburg, FL 33702

Ruf, Virginia; 2237 Terrace Dr. N., Clearwater, FL 33765

Van Eepoel, August Ray; 1527 Albemarle Ct., Dunedin, FL 34698

Watkins, Margaret; 6665 10th Ave. N., St. Petersburg, FL 33710

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ARTICLE IX - BYLAWS

1. The Board of Directors of the Corporation shall have the right to make and adopt such Bylaws as they deem proper. A vote of no less than two-thirds (2/3rds) of the members present and voting at any meeting of the Board of Directors shall be required to adopt, amend or rescind the Bylaws.

2. A statement of any action contemplated, including the specific language of the motion, to adopt, amend or rescind the Bylaws must be contained within the notice of the meeting at which such action is to be taken up.

3. The Bylaws may provide additional or more stringent requirements to amend or rescind the Bylaws.

ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

1. These Articles of Incorporation may be amended by the Board of Directors of the corporation at any meeting of the Board, provided that proper notice has been given to the Directors and, provided further, that any proposed amendment must be submitted to the Board, prior to the meeting, for its consideration.

2. Proper notice, in this instance, is defined to be written notice, including the complete text of the motion and proposed amendment, given to the Directors by U.S. Mail and mailed at least thirty (30) days prior to the date of the meeting of the members at which any action proposing to amend these Articles of Incorporation is intended to be taken up.

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3. A vote of no less than two-thirds (2/3rds) of the Directors present and voting at any meeting of the Board shall be required to amend these Articles of Incorporation.

4. Amendments to these Articles of Incorporation, when adopted by the Board of Directors, must be forwarded, along with a payment of the applicable fees, to the Secretary of State of Florida. The Amendment becomes effective upon the date that the Secretary of State accepts its filing.

ARTICLE XI - DISSOLUTION; DISTRIBUTION OF ASSETS

Should this corporation cease to function and the members adopt an action to dissolve the corporation, then the Board of Directors shall dispose of the assets thereof, after all encumbrances have been removed, for the exclusive purposes of the corporation or distributed to any other non-profit organization that is qualified as exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of the United States, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any net assets not so disposed shall be disposed by a Court of competent jurisdiction in the County in which the Principal Office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLES OF INCORPORATION
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03 APR -7 PM 3:00
SECRET
TALLAHASSEE, FLORIDA

ARTICLE XII - REGISTERED OFFICE AND REGISTERED AGENT

The mailing address and address of the initial principal and registered office of this Corporation is:

12552 Belcher Road South; Largo, FL 33773

and the name of the initial registered agent of this Corporation is:

Laura J. Tillotson

Laura J. Tillotson

IN WITNESS WHEREOF, the undersigned Subscribers and Incorporators have set their hands and seals in the City of St. Petersburg, State of Florida this 28 day of March, 2003.

ARTICLES OF INCORPORATION
of
INDEPENDENT LIFE-SKILLS PATHWAYS, INC.

Bucca, Mary;

Mary Jay Bucca

Harris, Ronald;

Ronald Q. Harris

Lewis, Sheila;

Sheila Lewis

Ruf, Virginia;

Virginia Ruf

Van Eepoel, August Ray;

August Ray van Eepoel

COUNTY OF PINELLAS

)

) ss:

STATE OF FLORIDA

)

The foregoing instrument was acknowledged and signed before me this

28 day of March, 2003.

NOTARY PUBLIC

Mary T. Jensen

My Commission Expires:

May 4, 2005



ARTICLES OF INCORPORATION
of
INDEPENDENT LIFE-SKILLS PATHWAYS, INC.

03 APR - 7 PM 3:00
RECORDED
FILED

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at a place designated in these Articles of Incorporation, I hereby accept the appointment and agree to act in this capacity and to comply with the provisions of Section 617.0501, Florida Statutes, relative to keeping open said office for service of process.

Dated this 28 day of March, 2003.

Signature: Laura J. Tillotson