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FLORIDA NON-PROFIT CORPORATION

Quality of Life Association For Siesta Key, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

QUALITY OF LIFE ASSOCIATION FOR SIESTA KEY, INC.

A Florida Non-Profit Corporation

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I - NAME

The name of the corporation shall be Quality of Life Association for Siesta Key, Inc. The mailing address is P.O. Box 2383, Sarasota, FL 34230.

ARTICLE II - PURPOSE

The purpose for which the corporation is formed is to engage in any lawful purpose or purposes not for pecuniary profit. The corporation to be formed will exclusively receive and administer funds for scientific, educational, and charitable purposes within the meaning of the Internal Revenue Code, and to that end to take and hold by bequests, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the corporation, or any laws applicable thereto. To do any other act or thing incidental to or connected with the foregoing purposes or advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under Chapter 617, Florida Statutes.

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under

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Section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE III - TERM OF EXISTENCE

This corporation is to exist perpetually. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c)(3) and 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 government for exclusive public purpose.

ARTICLE IV - MEMBERS

The members who are members in good standing of Quality of Life Association for Siesta Key, Inc., and who from time to time become members of Quality of Life Association for Siesta Key, Inc., in accordance with the By-Laws of said association.

ARTICLE V - OFFICERS

The affairs of the corporation shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the corporation and shall serve at the pleasure of the Board of Directors. The names of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President: Richard Dear

Vice President: William H. Burns

Secretary/Treasurer: Charlie Valentine

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of a minimum of three (3) directors. The number of directors may be increased or decreased from time to time as provided for in the By-Laws of the corporation. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

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Board of Directors

Richard Dear
5150 Ocean Boulevard
Sarasota, FL 34242

Mary Ann T. Stockstill
1104 Moonmist Circle
Sarasota, FL 34242

William H. Burns
8520 Heron Lagoon Circle
Sarasota, FL 34242

Jane Phelan
3433 Hamilton Avenue
Sarasota, FL 34242

Charlie Valentine
5164 Kestral Park Terrace
Sarasota, FL 34231

Michael P. Fehily
5643 Midnight Pass Road #912
Sarasota, FL 34242

R. Craig Harrison
1605 Main Street, Ste. 1111
Sarasota, FL 34236

ARTICLE VII - INCORPORATOR

The name and address of each incorporator of the corporation is as follows:

Incorporator

Richard Dear

P.O. Box 2383
Sarasota, FL 34230

ARTICLE VIII - BY-LAWS

The first By-Laws of the corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by the directors and members in the manner provided by the By-Laws.

ARTICLE IX - AMENDMENTS

Amendments to these Articles of Incorporation shall be adopted by a majority vote of the Board of Directors of the corporation at a meeting of the Board of Directors for which a Notice of the Changes were provided to the members of the Board.


RICHARD DEAR, President


WILLIAM BURNS, Vice-President


CHARLIE VALENTINE, Secretary/Treasurer

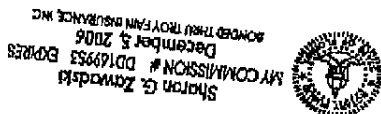
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STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 15th day of January, 2004, by Richard Dear, who is personally known to me or who has produced as identification.

My Commission Expires: December 5, 2006

Sharon G. Zawadzki
Notary Public
Print Name: Sharon G. Zawadzki

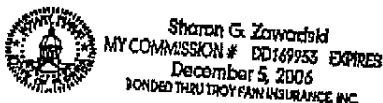


STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 15th day of January, 2004, by William Burns, who is personally known to me or who has produced FL drivers license as identification.

My Commission Expires: December 5, 2006

Sharon G. Zawadzki
Notary Public
Print Name: Sharon G. Zawadzki



STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 14th day of January, 2004, by Charlie Valentine, who is personally known to me or who has produced as identification.

My Commission Expires: Sept. 09, 2005

Steven Phillips
Notary Public
Print Name: Steven Phillips



Steven Phillips
Commission # DD 052990
Expires Sep. 9, 2005
Bonded Through
Atlantic Bonding Co., Inc.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **Quality of Life Association for Siesta Key, Inc.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Sarasota, County of Sarasota, State of Florida, has named **R. Craig Harrison, Esq., Lyons, Beaudry & Harrison, P.A., 1605 Main Street, Suite 1111, Sarasota, FL 34236, County of Sarasota, State of Florida**, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



R. CRAIG HARRISON, Esq.
Resident Agent

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