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Division of Corporations

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**FLORIDA NON-PROFIT CORPORATION**

**PALM CLUB OF SARASOTA, INC.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**PALM CLUB OF SARASOTA, INC.**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

**I**  
**NAME OF CORPORATION**

The name of this corporation shall be:

Palm Club of Sarasota, Inc.

The principal address and the mailing address of the corporation shall be:

3935 East Avenue South  
Sarasota, Florida 34239

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**II.**  
**PURPOSES**

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 1986 or the corresponding provision of any future United States Internal Revenue law.

The specific purpose of the corporation is to actively support and advance the health, education and welfare of and to promote and protect the rights, opportunities and future of psychiatrically disabled men and women living in Sarasota County, Florida. The corporation is organized and shall be operated exclusively for the promotion of social and community welfare as allowed by chapter 617, Florida Statutes, and section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for the promotion of social and community welfare and other charitable purposes, including but not limited to:

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A. The operation of a clubhouse program of psychiatric rehabilitation within the guidelines of the International Center for Clubhouse Development by providing a community for psychiatrically disabled men and women, which offers respect, hope, mutuality and unlimited opportunity to access the same worlds of friendship, housing, education, and employment as the rest of society;

B. Providing a network which creates opportunities for people living with mental illness to be recognized as respected members of society;

C. Providing a comprehensive center of support and encouragement for its members;

D. Assisting psychiatrically disabled men and women living in Sarasota County, Florida, in securing appropriate housing, advancing their education, obtaining good psychiatric and medical care, and maintaining government benefits (but not providing such actual services through the corporation);

E. Expanding job opportunities for members by networking with employers to activate their leadership, sharing job leads and job development strategies, and utilizing member leadership in recruiting jobs;

F. Conducting research on employment and hospitalization rates;

G. Forming alliances and providing leadership in collaboration with other organizations which are working to improve the lives of people who have psychiatric disabilities;

H. Engaging in any and all lawful activities necessary or desirable for the accomplishment of any of the above described purposes.

I. Modifying any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if, in the sole judgment of the board of directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

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 the purpose clause 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 any candidate for public office. Notwithstanding any other provisions of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3), of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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**III.  
BOARD OF DIRECTORS**

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

**IV.  
MEMBERS**

Membership in the corporation shall be as set forth in the Bylaws.

**V.  
CORPORATE EXISTENCE**

The existence of this corporation shall be perpetual, unless dissolved according to law.

**VI.  
BYLAWS**

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

**VII.  
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 S. Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is Susan Barrett Hecker.

**VIII.  
INCORPORATOR**

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

Susan Barrett Hecker  
200 South Orange Avenue  
Sarasota, Florida 34236

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**IX.  
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.

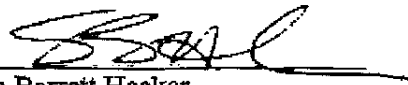
**X.  
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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 such assets not 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 said Court shall determine, which are organized and operated exclusively for such purposes.

**XI.  
AMENDMENT**

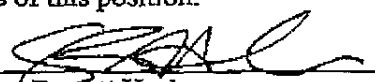
This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of March 2004.

  
\_\_\_\_\_  
Susan Barrett Hecker  
Incorporator

**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

The undersigned, hereby consents to the appointment as Registered Agent of Palm Club of Sarasota, Inc., to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.

  
\_\_\_\_\_  
Susan Barrett Hecker  
Registered Agent

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