

No4000003284

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

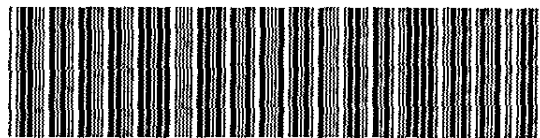
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400030559574

03/23/04--01074--018 \*\*87.50

04 MAR 23 PM 5:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

OB 3/31

## TRANSMITTAL LETTER

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

SUBJECT: SERENITY SERVICES OF NAPLES, 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

ADDITIONAL COPY REQUIRED -

FROM: JERRY D. EDDLEMAN  
Name (Printed or typed)

5625 CEDAR TREE LANE  
Address

NAPLES, FL 34116  
City, State & Zip

239-353-9333  
Daytime Telephone number

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

Articles of Incorporation of  
**SERENITY SERVICES OF NAPLES, INC.**  
*A Florida Nonprofit Corporation*

FILED  
04 MAR 23 PM 5:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is Serenity Services of Naples, Inc.  
The principal office and mailing address of this corporation is:

Serenity Services of Naples, Inc.  
5625 Cedar Tree Lane  
Naples, FL 34116

ARTICLE II  
CORPORATE NATURE

This is a nonprofit corporation, organized solely for the general charitable purposes pursuant to the Florida Corporation not for Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE III  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV  
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

- A. For the advancement of charitable purposes by the solicitation and distribution of its funds for such purposes.
- B. To provide physical structures for other separately incorporated Florida Nonprofit Corporations pursuant to their various activities.
- C. To operate exclusively in any other manner for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

## ARTICLE V AUTHORIZED MEMBERSHIP CERTIFICATES

- A. This corporation shall be authorized to issue membership certificates.
- B. All membership certificates issued by the corporation shall contain a statement on the face of it that it is a nonprofit corporation. If such certificates are restricted as to their sale or purchase, said certificates shall bear a legend stating that such certificates are restricted in the manner described in the bylaws or any agreement between the members, and that a copy of such bylaws or agreement shall be provided to all members.
- C. Except as otherwise prescribed by Florida law, each certificate shall entitle the holder thereof to one vote.

## ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of, as a minimum, a President of the corporation and a Secretary/Treasurer of the corporation. However, the number of Directors may be changed by a bylaw duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of the members; at which time an election shall be held to confirm the positions.

Directors elected at the first annual meeting, and at all times thereafter, shall serve until the election of Directors and qualification of successors in office. Annual meetings shall be held in the principal office of the corporation at 2:00 p.m. on the first Sunday in October of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by a Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

B. Corporate Officers. The membership shall elect the following officers: President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the members to elect from time to time. Initially, such officers shall be elected at the first annual meeting.

## ARTICLE VII EARNINGS AND ACTIVITIES OF THE CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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.

B. 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.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried out (1.) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (2.) by a corporation that receives contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these articles, this corporation shall not, except to in insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## ARTICLE VIII DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations created and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or any corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of 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 such court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE IX MEMBERSHIP

Qualification for membership and manner of admission shall be regulated by the bylaws.

## ARTICLE X SUBSCRIBERS

The names and resident addresses of the Subscribers of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Jerry D. Eddleman	5625 Cedar Tree Lane, Naples, FL 34116
Richard T. Collins	5100 19 <sup>th</sup> Avenue SW, Naples, FL 34116

## ARTICLE XI AMENDMENT OF THE BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted by procedure set forth in the bylaws.

## ARTICLE XII DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to the charitable purposes of Articles II and IV, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual, except as set forth in Article VII of these provisions.

## ARTICLE XIII REGISTERED AGENT AND OFFICE

The corporation's registered office address shall be: 5625 Cedar Tree Lane, Naples, FL 34116 and the name of its registered agent at said address shall be Jerry D. Eddleman.

## ARTICLE XIV AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the bylaws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 29<sup>th</sup> day of February, 2004.

Witnessed by:

Deborah A. Eddleman

James W. Pitzer

Jerry D. Eddleman  
Subscriber

Richard T. Collins  
Subscriber

04 MAR 23 PM 5:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED