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W04-27135  
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***POWELL, CARNEY, GROSS, MALLER & RAMSAY, P.A.***

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July 8, 2004

Florida Department of State  
CORPORATIONS DIVISION  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Largo Volunteer Corps Advisory Board, Inc. (VCAB)

TO WHOM IT MAY CONCERN:

Enclosed are duplicate original Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$78.75 to cover filing fees in the amount of \$35.00, cost for a certified copy in the amount of \$8.75 and cost for designation of registered agent in the amount of \$35.00.

If the Articles of Incorporation are in order, would you please cause the certified copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, GROSS, MALLER & RAMSAY, P.A.



Linda C. Johnson  
Corporate Administrator

/lj

Enclosures: a/s

C:\MSW\0 Clients\A\Ankerberg, W\Ankerberg W 001W.doc



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

July 15, 2004

POWELL, CARNEY, GROSS, MALLER & RAMSAY, P.A.  
BANK OF AMERICA TOWER  
ONE PROGRESS PLAZA STE 1210  
ST PETERSBURG, FL 33701

SUBJECT: LARGO VOLUNTEER CORPS ADVISORY BOARD, INC.(VCAB)  
Ref. Number: W04000027135

We have received your document for LARGO VOLUNTEER CORPS ADVISORY BOARD, INC.(VCAB) and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith  
Document Specialist  
New Filings Section

Letter Number: 004A00045188

## **ARTICLES OF INCORPORATION**

*of*

### ***The Largo Volunteer Corps Advisory Board, INC.***

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06 FEB 23 PM 2:24  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

#### **ARTICLE I. NAME AND ADDRESS**

The name of this corporation is **LARGO VOLUNTEER CORPS ADVISORY BOARD, INC.** and its mailing address is c/o Largo Community Center, 65 - 4<sup>th</sup> Street N.W., Largo, FL 33770,

#### **ARTICLE II. PURPOSES**

**Section 1.** This corporation is organized exclusively for charitable, religious, educational and scientific purposes including for such purposes, the making and distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

**Section 2.** The specific purpose for which this Corporation is organized is to (1) provide an organizational structure and forum for promotion, development and utilization of volunteerism within the community to serve community needs; (2) enable member institutions to share volunteers in meeting their institutional missions while serving community needs; (3) establish the Volunteer Corps Advisory Board as a recognized entity within the community of Largo; (4) provide a formal organizational structure for conducting committee operations such as hosting Volunteer Fairs, Health Fairs and Largo's Day of Good Deeds; (5) enhance the organizations ability to raise money for community projects; (6) provide liability protection to membership that is traditionally enjoyed by agents of a corporation.

**Section 3.** 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 payment and distributions in furtherance of the purpose set forth in the purpose clause hereof. Notwithstanding any other provision of these Articles, 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 further future federal tax code, or (b) by an organization, contributions to which are deducted under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**Section 4.** The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

**Section 5.** The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

**Section 6.** The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

**Section 7.** The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

**Section 8.** The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

**Section 9.** Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(d)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

**Section 10.** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute assets of the corporation exclusively to one or more exempt organizations with 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 offices 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.

**ARTICLE III.  
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE IV.  
MEMBERS**

The corporation shall have Members. The membership of this corporation shall constitute all persons hereinafter named as Subscribers, as Directors, and such other persons who, from time to time hereafter, fully execute an appropriate membership application and/or directors application and comply with the rules for membership as specified in Article IV. Members of the Corporations ByLaws.

**ARTICLE V.  
BOARD OF DIRECTORS**

**Section 1.** The business affairs of this corporation shall be managed by the Board of Directors.

**Section 2.** This corporation shall have nine (9) members of the Board initially. The number of Directors may be changed from time to time as provided by the Bylaws, but their number may never be less than three (3).

**Section 3.** Only persons who are Members of the corporation shall be eligible to serve on the Board of Directors.

**Section 4.** The names and addresses of the initial Board of

Directors who are to serve as Directors until the first meeting of the membership is as follows:

Name	Address
C. Warren Ankerberg, Jr.	5190 - 44 <sup>th</sup> Street South St. Petersburg, FL 33711
Janet Shideman	101 Lake Ave. N.E., #123 Largo, FL 33771
Eileen Corning	9692 123 Way N. Seminole, FL 33772
Ellen Jensen	21 Pindo Palm W Largo, FL 33770
Betty Hayward, 2 year	5234 Dr. Martin Luther King St. S. St. Petersburg, FL 33705
Pat Hofstadter	3885 - 108 <sup>th</sup> Ave. N. Clearwater, FL 33762
Peggy Donofrio, 2 year	1616 Lake Ave. #2 Largo, FL 33771
Sue Osborne	13497 99 <sup>th</sup> Ave. N. Seminole, FL 33776
Veronica Hellig	11140 Kapok Grand Circle Maderia Beach, FL 33708

**Section 5.** Members of the Board of Directors shall be elected and hold office as provided in the Bylaws.

**ARTICLE VI.**  
**OFFICERS**

**Section 1.** The officers of the corporation shall be a President, Vice President, a Secretary, a Treasurer, and such number of additional Vice Presidents or other officers as may be provided in the Bylaws.

**Section 2.** The names of the persons who are to serve as officers of the corporation until the first annual meeting of the Board of Directors are:

Name	Office
C. Warren Ankerberg, Jr.	President
Janet Shideman	Vice President
Eileen Corning	Treasurer
Ellen Jensen	Secretary

**Section 3.** The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

**Section 4.** The officers shall have such duties, responsibilities and powers as provided by the Bylaws.

**ARTICLE VII.**  
**BYLAWS**

The membership shall adopt Bylaws for the corporation at the first meeting of the membership of the corporation after the approval of these Articles of Incorporation by the Secretary of State. Additional Bylaws or alterations or rescission of the first Bylaws shall be enacted by the Members or Directors as allowed in the ByLaws.

**ARTICLE VIII.**  
**CONDUCT OF AFFAIRS**

The conduct of the affairs of the corporation shall be limited by the various provisions of the Bylaws including but not limited to the following matters: provisions establishing classes of membership and limiting voting rights to one or more of such classes; and provisions creating, dividing, limiting and regulating the powers of the corporation, the Directors and the Members.



**ARTICLE IX.**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is Largo Community Center, 65 - 4<sup>th</sup> Street N.W., Largo, FL 33770, and the name of the initial registered agent of this corporation located at that address is C. Warren Ankerberg, Jr.

**ARTICLE X.**  
**SUBSCRIBERS**

The subscribers to these Articles of Incorporation are: See Membership Roster attached herewith.

**ARTICLE XI.**  
**AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended by the Members and the Directors. Such amendment shall be proposed and adopted by a vote of the Directors and Members of the corporation.

THESE ARTICLES are subscribed to by:

Ellen K Jensen, Secretary  
Charles W. Ankerberg, Jr., President

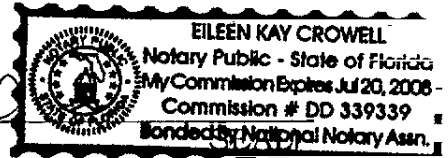
STATE OF FLORIDA  
COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this 18 day of August, by Charles Warren Anderson & Ellen Jensen, who is personally known to me, or produced a valid Florida driver's license, number \_\_\_\_\_ or \_\_\_\_\_ as identification.

My Commission Expires:

July 20, 2008

Eileen Kay Crowell  
Notary Public



Eileen Kay Crowell  
(Legibly print name of notary public on this line)

#### ACCEPTANCE

I hereby accept to act as Initial Registered Agent for the Largo **Volunteer Corps Advisory Board, Inc.**, as stated in these Articles of Incorporation.

Charles W. Anderson, Jr., President

FILED  
04 AUG 23 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Volunteer Corps Advisory Board  
Membership List

<i>Name</i>	<i>Organization</i>	<i>Business Address</i>	<i>City</i>	<i>State</i>	<i>Zip</i>	<i>Phone Number</i>	<i>App</i>
Ankerberg, Charles	City of Largo	65 4 <sup>th</sup> Street S	Largo	FL	33770	727-518-3133	Y
Brittingham, Karen	Sun Coast Hospital Rehab Acute & Skilled	2025 Indian Rocks Rd	Largo	FL	33774		
Brookins, Wendy	Palms of Largo	300 Lake Avenue NE	Largo	FL	33771	727-215-6309	Y
Chambers, Dottie	Largo Senior Advisory Board	10285 127 <sup>th</sup> Place N	Largo	FL	33773	727-581-2900	
Coming, Eileen	Sun Coast Hospital	2025 Indian Rocks Rd	Largo	FL	33774	727-586-7142	Y
Donofrio, Peggy	Neighborhood Care Network	11095 131 <sup>st</sup> Street	Largo	FL	33774	727-593-1253	Y
Finn, Ann	Largo Library	351 E Bay	Largo	FL	33770	727-587-6715	Y
Hayward, Betty	Pinellas Opportunity Council	3443 1 Avenue N	St. Petersburg	FL	33713	727-327-8690 X26	Y
Hellwig, Veronica	Palms of Largo	300 Lake Avenue NE	Largo	FL	33771	727-437-1600	Y
Hofstadter, Patricia	Neighborhood Care Network	12425 28 <sup>th</sup> Street N	St. Petersburg	FL	33716	727-456-0222 X291	Y
Homan, Bernadette	Arden Courts	300 Highland Avenue NE	Largo	FL	33770	727-692-9117	Y
Jensen, Ellen	Largo Senior Advisory Board	21 Pindo Palm W	Largo	FL	33770	727-585-1869	Y
Lion, Susan	Largo Manor	750 Starkey Rd	Largo	FL	33771	727-235-1838	Y
Moore, Terry	Downtown Largo Main Street	PO Box 2695	Largo	FL	33779	727-518-8442	
O'Brien, Gilda	Elder Law	3233 East Bay Drive Ste 104	Largo	FL	33771		
Osborne, Sue	Tampa Bay Newspapers	10621 117 <sup>th</sup> Drive N	Largo	FL	33773	727-397-5563	Y
Pincince, Krista	City of Largo	201 Highland Avenue	Largo	FL	33770	727-587-6740 X5014	Y
Poinsette, Rayshall	Largo Police Dept	201 Highland Avenue Bldg 2	Largo	FL	33770	727-587-6730	
Shideman, Janet	Gulf Coast Community Care	14041 Icot Blvd	Clearwater	FL	33760	727-583-7460 X3031	Y
						531-7460	

<i>Name</i>	<i>Organization</i>	<i>Business Address</i>	<i>City</i>	<i>State</i>	<i>Zip</i>	<i>Phone Number</i>	<i>App</i>
Stump, Mary	Downtown Largo Main Street	514 1/2 1 <sup>st</sup> Avenue SW	Largo	Fl	33770	727-518-8442	Y
Weigelt, Jean	American Red Cross	2481 Sunset Point Rd	Clearwater	Fl	33765	727-446-2358 X234	Y
Whelan, Michael	City of Largo	65 4 <sup>th</sup> Street NW	Largo	Fl	33770	727-518-3131	Y
White, Jan	MMI	7381 114 <sup>th</sup> Avenue N #403B	Largo	Fl	33773	727-385-5347	Y