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DIVISION OF STATE
TALLAHASSEE FLORIDA

FLORIDA NON-PROFIT CORPORATION

SIMPLE HOUSING, INC.

Certificate of Status	0
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9/10/04

**ARTICLES OF INCORPORATION
OF
SIMPLE HOUSING, INC.**

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DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not-for-profit corporation pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation, and hereby agrees and certifies as follows:

**ARTICLE I
NAME**

The name of this Corporation shall be SIMPLE HOUSING, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The address of the principal office and the mailing address of the Corporation shall be:

1025 Orange Avenue
Winter Park, FL 32789

**ARTICLE III
COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with Section 617.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on September 2, 2004, or, if later, such time and date as is five (5) business days prior to the date on which these Articles of Incorporation are filed by the Department of State

**ARTICLE IV
PURPOSES AND GENERAL POWERS**

This Corporation, an organization described in Section 501(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law, hereafter, the "Code") shall be organized and operated exclusively for charitable, literary and educational purposes within the meaning of Section 501(c)(2) and as such, shall acquire, hold, title to, and collect income from real property, and remit the entire amount of income from such property (less expenses) to ANEW FOUNDATION, INC. ("Anew"), a Florida non-profit corporation described under Section 501(a) of the Code and exempt from Federal income tax under Section 501(c)(3) of the Code, in its long-term efforts to facilitate the rehabilitation process for individuals actively striving to recover and rebuild their lives from previous drug, alcohol, and/or other substance abuse.

This Corporation shall have all of the powers enumerated in the Florida Not-for-Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation will not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income tax under Section 501(c)(2) of the Code (26 U.S.C. §501(c)(2)) or under any corresponding provision of any future United States Internal Revenue Law.

ARTICLE V **PROHIBITED ACTIVITIES**

The Corporation shall not allow any expenditure of any part of the net earnings of the Corporation to inure to the benefit of any director or officer of the Corporation, (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), nor shall any member, director or officer of the Corporation, or any private individual, be entitled to share in the distribution of any of the Corporation's assets on dissolution of the Corporation, or shall a substantial part of the activities of the Corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office.

ARTICLE VI **MEMBERSHIP**

The Corporation is a wholly owned subsidiary of Anew.

ARTICLE VII **INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be located at 1000 Legion Place, Suite 1700, Orlando, Florida 32801, and the initial registered agent of the Corporation at that address shall be Alex H. Hamrick. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VIII **INITIAL BOARD OF DIRECTORS**

The Board of Directors shall be elected and their number either increased or diminished from time to time as provided in the Bylaws, provided that there should not be less than three (3) directors. Directors may be removed with or without cause.

ARTICLE IX **INCORPORATOR**

The name and street address of the person signing these Articles as incorporator is:

Susan S. Taylor
1025 Orange Avenue
Winter Park, FL 32789

ARTICLE X **BYLAWS**

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be as set forth in the Bylaws.

ARTICLE XI **INDEMNIFICATION**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its Directors, officers, employees and agents, and former Directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said Directors, officers, employees and agents in their capacity as such to the fullest extent permitted under applicable law.

ARTICLE XII **AMENDMENTS**

The Board of Directors of this Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

ARTICLE XIII **HEADINGS AND CAPTIONS**

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

ARTICLE XIV **DISSOLUTION ACTIVITIES**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, transfer all of the assets of the Corporation to Anew; provided, however, that if Anew is not then organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify such organization as being exempt from federal income tax under Section 501(c)(3) of the Code, then the Corporation shall transfer such assets to such organization or organizations which, at the discretion of the Corporation and consistent with the general intentions and wishes of the donors of such assets, are organized and operated exclusively for charitable, educational, religious, or scientific

purposes, as shall at that time qualify such organization or organizations as being exempt from federal income tax under Section 501(c)(3) of the Code. Any such assets not so disposed of shall instead 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 charitable, educational, religious, or scientific purposes, and which qualify as an exempt organization or organizations under Section 501(c)(3) of the Code.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a not-for-profit corporation pursuant to the laws of the State of Florida, to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereunto sets his hand and seal this 9th day of September, 2004.

SIMPLE HOUSING, INC.

By: Susan S. Taylor
Susan S. Taylor
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SIMPLE HOUSING, INC., desiring to organize as a not-for-profit corporation pursuant to the laws of the State of Florida with its registered office at 1000 Legion Place, Suite 1700, Orlando, Florida 32801, has named and designated Alex H. Hamrick as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named not-for-profit corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 9th day of September, 2004.



Alex H. Hamrick
Registered Agent

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TALLAHASSEE FLORIDA