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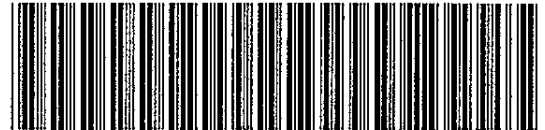
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

**SUBJECT: Center for Employment and Development Opportunities for Persons with
Developmental Disabilities, Inc.**
(Proposed corporate name - must include suffix)

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy,
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Beverly Williams
Name (Printed or Typed)

439 Mirabay Blvd
Address

Apollo Beach, FL 33572
City, State & Zip

(813) 743-5730
Daytime Telephone Number

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

**ARTICLES OF INCORPORATION
OF
CENTER FOR EMPLOYMENT AND DEVELOPMENT OPPORTUNITIES FOR
PERSONS WITH DEVELOPMENTAL DISABILITIES, INC.
A Florida Not-for-Profit Corporation**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the Corporation shall be Center for Employment and Development Opportunities for Persons with Developmental Disabilities, Inc., with its principal place of business at 9502 N Florida Avenue, Tampa, FL 33612.

**ARTICLE II
COMMENCEMENT OF EXISTENCE AND DURATION**

The Corporation shall commence corporate existence immediately upon filing of these Articles and acceptance by the Secretary of State of Florida and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III
PURPOSE**

The specific and primary purpose for which this Corporation is formed:

- A. The specific and exclusive purpose of this Corporation is to provide services, information, education, training and advocacy to Individuals with Developmental Disabilities and will operate in a manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code;
- B. to inform and advocate for the rights of persons with developmental disabilities, including without limitation, the right to receive appropriate treatment and services, the right to

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- live as independently as possible in the community, and the right to obtain and maintain employment;
- C. to provide education and training to persons with disabilities in an effort to assist them with the skill needed to gain paid competitive employment;
 - D. to promote self-determination and independence in both competitive paid employment settings and community life setting in an effort to allow persons with developmental disabilities to realize their personal goals.

ARTICLE IV **BOARD OF DIRECTORS**

The corporation shall have 5 Directors initially. The business and property of the Corporation shall be managed and controlled by the Board of Directors. The number of Directors may be set from time to time by the By-Laws, except that the number shall at no time be less than three (3)

ARTICLE V **INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors and officers of this Corporation are as follows:

| <u>Name:</u> | <u>Address:</u> | <u>Title:</u> | <u>Office:</u> |
|---------------------|---|---------------|----------------|
| Beverly Williams | 439 MiraBay Blvd Apollo Beach, FL 33572 | Director | President |
| Brent DeRosie | 8908 Citrus Village Dr. Tampa, FL 33626 | Director | Vice-President |
| Michele M Barnes | 9502 N Florida Ave Tampa, FL 33612 | Director | Treasurer |
| Laura Safford | 1105 Hunt Avenue Lakeland, FL 33803 | Director | Secretary |
| Barbie Winterbottom | 409 Bigstaff Court Winter Haven, FL 33884 | Director | |

ARTICLE VI
REGISTERED OFFICE AND AGENT

The name of the initial registered agent is Howard C. Stross and the street address is of the Corporation's initial registered office is:

Mr. Howard C. Stross, Esq
Stross Law Firm
1801 Pepper Tree Drive
Oldsmar, FL 34677

ARTICLE VII
LIMITATIONS ON DISTRIBUTIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the Corporations 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 III 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any power that is not in the furtherance of the purpose of this Corporation.

ARTICLE VIII
INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of 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 except for willful misconduct or gross negligence.

ARTICLE IX
BY-LAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

**ARTICLE X
ADMENDMENT**

The Articles of Incorporation may be amended at any time by a resolution adopted by a vote of the majority of the members present at any annual or special meeting provided a quorum is present, provided that due notice of the proposed amendment has been given to the members in accordance with the By-Laws.

**ARTICLE XI
INCORPORATOR**

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

Beverly Williams
439 Mira Bay Blvd
Apollo Beach, FL 33572

**ARTICLE XII
DISTRIBUTION UPON DISSOLUTION**

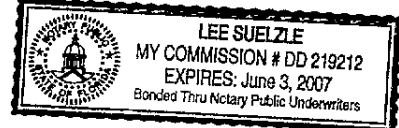
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of, shall be disposed of by a court of competent jurisdiction 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.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation has executed these Articles of Incorporation on January 28, 2005, for the purposes and subject to the provisions herein expressed.

By: _____

Beverly Williams

State of Florida
County of Hillsborough



The foregoing instrument was acknowledged before me this 28 day of January, 2005, by Beverly Williams who is personally known to me and did take an oath.

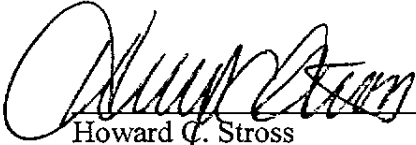
Notary Public – State of Florida

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to Florida Statute Section 48.091, Center for Employment and Development Opportunities for Persons with Developmental Disabilities, Inc., desiring to organize under the laws of the State of Florida, hereby designates Howard C. Stross, Esq. as its registered agent to accept service of process within the State of Florida at 1801 Pepper Tree Drive, Oldsmar, FL 34677.

ACCEPTANCE OF DESIGNATION

Having been named registered agent and to accept service of the process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Howard C. Stross

2/01/05
Date

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