

NO5000005981

ROBERT E. TODT

(Requestor's Name)

601 McDONALD ST. N.

(Address)

UNIT 304

(Address)

MT DORA FL 32757

(City/State/Zip/Phone #)

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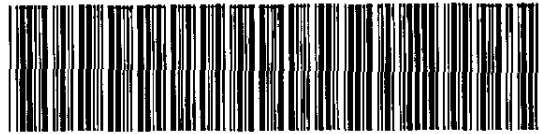
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05 JUN 10 AM 11:05
TALLAHASSEE, FLORIDA
05 JUN 10 AM 8:30
TALLAHASSEE, FLORIDA

**ARTICLES OF CORPORATION
OF
AIMEE'S PLACE, INC.**

A Nonprofit Corporation

FILED
05 JUN 10 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby mutually agree to unite and associate ourselves together for the purpose of becoming a nonprofit corporation under the laws of the State of Florida, and do hereby certify that we have become a corporation under and pursuant to the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this nonprofit corporation shall be **AIMEE'S PLACE, INC.**

**ARTICLE II
REGISTERED OFFICE**

The principal and registered **place of business** shall be located at 601 McDonald, and the **registered agent shall be Robert E. Todt, 601 McDonald (3rd Floor), Mt. Dora, Florida 32757, whose mailing address is 601 McDonald (3rd Floor), Mt. Dora, Florida 32757.** #304

**ARTICLE III
GENERAL PURPOSE**

The general purpose for which this nonprofit corporation is being organized is to provide residential housing and daily living care for cognitively impaired adult women with special needs and to conduct any lawful business and activities allowable, under the provisions of Chapter 617, Florida Statutes 1979, (or the corresponding provision of any Florida Statutes thereafter) and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any United States Internal Revenue regulation thereafter), together with, and in addition to, the authority and powers allowed to nonprofit corporations under Section 617.021, Florida Statutes 1979 (or the corresponding provisions of any Florida Statutes thereafter) by the laws of the State of Florida. Notwithstanding any other provision of these Articles of Incorporation, this nonprofit corporation shall not carry on any activities not permitted to be carried on by: (a) a nonprofit corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code (or the corresponding provision of any United States Internal Revenue law thereafter); or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or its corresponding provision of any United States Internal Revenue law thereafter). The nonprofit corporation shall have all the powers allowed to nonprofit corporations under Florida Statutes as well as such other powers as may be authorized by the laws of the State of Florida for such nonprofit corporations.

ARTICLE IV
RESTRICTIONS

This nonprofit corporation shall issue no stock. No part of the net earnings of the nonprofit corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the nonprofit 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 herein.

If this document or its Bylaws conflict with any applicable laws, rules or regulations, that conflicting portion shall be automatically amended immediately and the necessary language simultaneously conformed to applicable laws, rules and regulations.

No substantial part of the activities of the nonprofit corporation shall offer propaganda, intervene, participate, publish, or distribute statements in any political campaign or otherwise attempt to influence legislation on behalf of any candidate for public office as prohibited by applicable laws, rules and regulations for nonprofit corporations. Notwithstanding any other provision of these articles, the nonprofit corporation shall not carry on any activities not permitted:

(a) 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 United States Internal Revenue law or regulation thereafter); or

(b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any United States Internal Revenue law or regulation thereafter).

ARTICLE V
DISSOLUTION OF CORPORATION

Upon dissolution of the nonprofit corporation, the Board of Directors shall pay all valid outstanding liabilities of the nonprofit corporation and dispose of all remaining assets of the nonprofit corporation for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue law or regulation thereafter) or distribute its assets to federal, state or local government for public purposes; and any 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 nonprofit corporation is then located, after paying or making provisions for the payment of all valid liabilities of the nonprofit corporation.

ARTICLE VI
TERM

This nonprofit corporation shall have a perpetual existence, as allowed under law.

ARTICLE VII
SUBSCRIBERS

The names and residences of the subscribers are as follows:

Charlotte Flitcraft
1207 Savannah Drive
Panama City, Florida 32405

Marion Basney
6885 20th Street
Vero Beach, Florida 32966

Marlene Lang
1336 40th Avenue
Vero Beach, Florida 32960

Brian Lang
1336 40th Avenue
Vero Beach, Florida 32960

Robert E. Todt
601 McDonald (Third Floor)
Mount Dora, Florida 32757

Lori Mock
119 Cousaw Club Drive
Beaufort, South Carolina 29907

ARTICLE VIII
OFFICERS

The affairs of this nonprofit corporation are to be managed by not less than two (2) subscriber members of the nonprofit corporation in good standing, who shall comprise the Board of Directors. The election of the Board of Directors shall take place at the annual meeting of the nonprofit corporation to be held in the month of May on the 31st day in 2005, at 10:00 a.m. at , 601 McDonald (Third Floor) Mt. Dora, Florida 32757, and there shall be elected the following Officers:

President

Secretary-Treasurer

Such Officers are to be elected by the subscriber members of the Board of Directors and serve for renewable terms of five (5) years each.

All legal instruments of the nonprofit corporation shall be signed by the President and attested to and sealed by the Secretary/Treasurer in such a manner as authorized by law. The Board of Directors shall make an annual report of their receipts, disbursements and balances, as well as the affairs of the nonprofit corporation at the annual meetings.

ARTICLE IX
FIRST OFFICERS

The names of the officers who are to manage the affairs of this nonprofit corporation until

the first election under this charter are as follows:

President	Robert E. Todt
Secretary/Treasurer	Brian Lang

ARTICLE X
FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3) members, whose names and addresses are as follows:

Robert E. Todt 601 McDonald (3 rd Floor) Mount Dora, Florida 32757	Marion Basney 6885 20 th Street Vero Beach, Florida 32966	Brian Lang 1336 49 th Avenue Vero Beach, Florida 32960
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ARTICLE XI
BYLAWS

The Bylaws of the nonprofit corporation are to be made, altered, amended and/or rescinded by the Board of Directors.

ARTICLE XII
AMENDMENTS TO ARTICLES OF INCORPORATION

This nonprofit corporation reserves the right to amend or repeal any provision(s) contained in the Articles of Incorporation, or any amendment thereto, by a vote in accordance with the provisions in its Bylaws.

Amendments to the Articles of Incorporation may be proposed by the Board of Directors and shall be approved by the Board of Directors by a majority vote of those participating in the meeting at any meeting of the Board of Directors.

ARTICLE XIII
SPECIAL PROVISIONS

Nominations for the Board of Directors may be made from the floor and the election of said Officers shall be held on the same night in order to expedite the business of the nonprofit corporation. A majority vote of those participating in the meeting shall be required for the election of the Board of Directors. Any vacancy occurring in the Board of Directors caused by death, resignation, or otherwise, may be filled to serve the unexpired term of his or her predecessor in office at any meeting of the Board of Directors by a majority vote of those participating in the meeting.

FILED

The Board of Directors shall meet when called by the President or a majority of the Board of the Directors and a majority of the Board of Directors participating in each meeting is required to concur in order to transact the business of the nonprofit corporation.

JUN 10 AM 8:30
TALLAHASSEE, FLORIDA

IN TESTIMONY WHEREOF, the undersigned being all of the subscribers to these Articles of Incorporation, have each set their hand and affixed their seal on the below stated day of May, 2005. *5 June 2005*

Robert E. Todt
Robert E. Todt Subscriber/Registered Agent

Marion O. Basney
Marion Basney

EXPS-11-10
Darlene McCrary
My Commission DD352415
Expires October 25 2008


Mary A. Bowman *6/9/05*
(Notary) (Date)

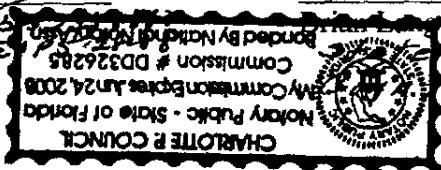
Darlene McCrary *5-11-05*
(Notary) (Date)

Marlene Lang
Marlene Lang

Mary A Bowman
My Commission DD224717
Expires October 05, 2007

Brian Long

 Darlene McCrary
My Commission DD352415
Expires October 25 2008

 CHARLOTTE P. COUNCIL
Notary Public - State of Florida
My Commission Expires Jun 24, 2008
Commission # DD326285
Bonded By Notary Public (F.S. 1000.02)

City of Indian River

Darlene McCrary *5-11-05*
(Notary) (Date)


Charlotte P. Council *5/16/2005*
(Notary) (Date)

Charlotte Flitcraft
Charlotte Flitcraft

Lori Mock
Lori Mock

Christine *6/7/05*
(Notary) (Date)

Evangelina H. Heister *6/6/05*
(Notary) (Date)

 Pamela G. Autumn
My Commission DD191004
Expires April 19, 2007

MY COMMISSION EXPIRES AUG. 31, 2008
EVANGELINE G. HEISTER