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D. Brown JUN 12 2006

COVER LETTER

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

SUBJECT: RURAL SOCIAL SERVICES PARTNERSHIP, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$70.00 (filing fee).

FROM: MARY C. CARUSO  
100 E. SHELL POINT RD.  
RUSKIN, FL 33570

PHONE: 813-672-5384

**ARTICLES OF INCORPORATION  
OF  
Rural Social Services Partnership, Inc.**

**ARTICLE I**

**A. NAME:**

The name of this Corporation shall be Rural Social Services Partnership, Inc.

**B. PRINCIPAL OFFICE:**

The principal office and mailing address is 100 E. Shell Point Rd., Ruskin, FL 33570.

**ARTICLE II**

**CORPORATE PURPOSE**

This Corporation is organized exclusively for charitable purposes, more specifically to develop and enact a comprehensive plan of action to address the social and human service needs of the East and South Hillsborough County areas in partnership with community members and social service agencies that plan, provide and integrate services. To this end, the Corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III**

**501(c)(3) LIMITATION:**

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

1. **NO PRIVATE INUREMENT:** The Corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of the Corporation shall inure to the benefit of any member of the Corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its

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purposes. Such net earnings, if any, of this Corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.

2. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
4. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable, educational, literary, and/or religious purposes.

#### **ARTICLE IV**

##### **DURATION**

The duration of the corporate existence shall be perpetual and will commence on the date of filing the Articles of Incorporation with the Florida Division of Corporations, Department of State.

#### **ARTICLE V**

##### **MEMBERSHIP/BOARD OF DIRECTORS**

The Corporation shall have one or more classes of members, as provided in the Corporation's bylaws. The management of the affairs of the Corporation shall be vested in a Board of Directors, as defined in the Corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the Corporation.

The Board of Directors shall at all times consist of at least three (3) directors. The number of directors may be increased or decreased as provided in the bylaws, but shall never be less than three. The number, qualifications, term, and manner of election of directors shall be as set forth in the bylaws.

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

## **ARTICLE VI**

### **PERSONAL LIABILITY**

No (member) officer or Director of the Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this Corporation.

## **ARTICLE VII**

### **AMENDMENTS**

These Articles of Incorporation may be amended only by a majority vote of the Board of Directors, as set forth in the bylaws.

## **ARTICLE VIII**

### **DISSOLUTION**

At the time of dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, dispose of all of the assets of the Corporation to another like-minded 501(c)3 charitable organization. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. 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.

## ARTICLE VIII

### INCORPORATOR

The name and address of the incorporator is: Dr. Brian A. McEwen, Rural Social Services Partnership, Inc., 100 E. Shell Point Dr., Ruskin, FL 33570.

These Articles of Incorporation are hereby executed by the incorporator on this \_\_\_\_\_ day of \_\_\_\_\_, 2006, in Tampa, Florida.

Brian A McEwen  
Brian A. McEwen, PhD

6/6/06  
(date)

## ARTICLE IX

### REGISTERED AGENT

The name and address of the registered agent is: Stephen C. Martaus, Achieve Management, 2215 East Henry Avenue, Tampa, FL 33610.

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept appointment as registered agent and agree to act in this capacity.

Stephen C Martaus  
Stephen C. Martaus

6.6.06  
(date)

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