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Larry E. Pearson 5950 Nottingham Lane Milton, Florida 3270 (850) 623-4778

#### TRANSMITTAL LETTER

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

SUBJECT: ALCONAR RESTORATION MINISTRIES, INC.

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check for:

\$87.50

Filing Fee Certified Copy and Certificate

FROM:

Larry E. Pearson 5950 Nottingham Lane Milton, Florida 32570

(850) 623-4778

## Articles of Incorporation of ALCONAR RESTORATION MINISTRIES, INC. A Florida Not for Profit Corporation

FILED

07 FEB 23 PH 4: 06

SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLE ONE: NAME OF CORPORATION

The name of this corporation is Alconar Restoration Ministries, INC.

ARTICLE TWO: PRINCIPAL OFFICE

The principal office of the corporation is located at: 2216 East Olive Road – Suite 109 – Pensacola, Florida 32515

ARTICLE THREE: MAILING ADDRESS

The mailing address of the corporation is: 2216 East Olive Road – Suite 109 – Pensacola, Florida 32515

ARTICLE FOUR: REGISTERED AGENT

The name of the registered agent of the corporation is Larry E. Pearson. The address of the registered agent is: 5950 Nottingham Lane, Milton, Florida 32570

ARTICLE FIVE: DURATION/MEMBERSHIP

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

ARTICLE SIX: INCORPORATORS

The name and address of the incorporators are:

- 1. Larry E. Pearson 5950 Nottingham Lane Milton, Florida 32570
- Leigh Anne Bernard
   2216 East Olive Road Suite 109
   Pensacola, Florida 32515
- John Havranek Sr.
   2216 East Olive Road Suite 109 Pensacola, Florida 32515

ARTICLE SEVEN: CORPORATE PURPOSES

The specific and primary purposes for which this corporation is formed are to operate for the advancement of education, religious, and charitable purposes, and particularly for cooperative endeavors among the field of substance abuse education for both the using and non-using communities and to provide a Christian and faith based program to activate the involvement of the Christian based community to actively participate in the development of effective substance abuse treatment models, inclusive of assessments, treatment referrals and to provide transitional avenues by way of half-way houses and transitional homes to assist substance abusers in their recovery and relapse prevention structure.

The general purpose for which this corporation is formed is to operate exclusive for such educational, religious and charitable purposes as will qualify it as an exempt organization under Section 501 (c) 3 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under that Code.

This corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

### ARTICLE EIGHT: DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational, religious, and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### ARTICLE NINE: INITIAL DIRECTORS

There shall be three directors constituting the initial board of directors.

The name and address of each person who is to serve as an initial director are the same as the names and addresses of the incorporators listed in Article Six of these Articles of Incorporation.

#### ARTICLE TEN: MANAGEMENT OF CORPORATE AFFAIRS

(a) <u>Board of Directors:</u> The power of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall consist of a minimum of

three and enlarged as specified in the bylaws duly adopted by the members.

(b) <u>Corporate Officers</u>: The Board of Directors of the corporation shall appoint the following officers: President, Vice-President, Secretary, and Treasurer, and such other officers as the bylaws of this corporation may authorize the Board of Directors to appoint from time to time. Such officers shall be appointed prior to the first annual meeting of the Board of Directors to take place after incorporation, held according to the provisions of the bylaws of the corporation. Until such appointment is held, the following persons shall serve as corporate officers:

President: Larry E. Pearson

Vice-President: Leigh Anne Bernard Secretary-Treasurer: Leigh Anne Bernard

#### ARTICLE ELEVEN: DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for educational, religious, and charitable purposes which has established its tax exempt status under Section 501(c) 3 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE TWELVE: AMENDMENT OF ARTICLES

Amendment to these articles of incorporation may be proposed by a resolution adopted by the Board of Directors as set forth in the by laws of the corporation.

#### ARTICLE THIRTEEN: INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit of proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to

which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

#### **EXECUTION**

These Articles of Incorporation are hereby executed by the incorporator on this 220 day of February, 2007.

Larry Pearson (

STATE OF FLORIDA COUNTY OF SANTA ROSA CARLA M. DUKE
MY COMMISSION # DD502218
EXPIRES: Dec. 27, 2009
(407) 308-0153 Florida Notary Service.com

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Santa Rosa County aforesaid to take acknowledgments, personally appeared Larry Pearson who is either personally known to me or who produced a valid Florida Driver's License, executed the foregoing instrument as incorporator and acknowledged before me that he executed the same.

WITNESS my hand and official seal in Santa Rosa County, Florida last aforesaid this 2 day of horizon, 2007

REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Alconar Restoration Ministries, Inc., a Florida not for profit corporation.

Larry Pearson

Date

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