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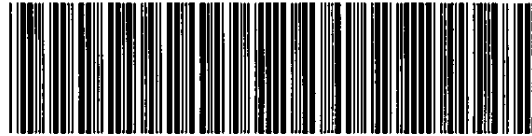
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TALLAHASSEE, FLORIDA

8/3/07

**Law Offices of Michael F. Tew, P. L.**

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6150 Diamond Centre Court  
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Michael F. Tew  
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August 2, 2007

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Transmittal Via FedEx**

Re: Hope Clubhouse of Southwest Florida, Inc.

Gentlemen:

Enclosed please find the following for filing:

1. Articles of Incorporation for Hope Clubhouse of Southwest Florida, Inc.; and
2. Certificate of Designation Registered Agent/Office.

Also enclosed is our firm's check in the amount of \$78.75 for filing fee, registered agent designation and one (1) certified copy. Please return the Certified Copy of the Articles of Incorporation to the above address. Thank you for your assistance in this matter. If you have any questions please contact me.

Sincerely,



Michael F. Tew

mft/st  
enclosures:  
Articles of Incorporation  
Certificate of Designation  
Check #10286 (\$78.75)

ARTICLES OF INCORPORATION  
OF  
HOPE CLUBHOUSE OF SOUTHWEST FLORIDA, INC.

These Articles of Incorporation are executed by the undersigned for the purpose of forming a Corporation Not For Profit, as provided in Chapter 617, Florida Statutes.

Article I

Name

The name of this Corporation shall be Hope Clubhouse of Southwest Florida, Inc.

Article II

Duration

The Corporation shall commence upon filing of these Articles of Incorporation and shall have perpetual existence thereafter.

Article III

Purpose

The Corporation is organized exclusively for charitable, literary, educational, scientific or religious purposes, and no other, and including (but without limitation thereto), the support of the chronically mentally ill individuals in the community by providing or facilitating the following:

- a. Psychosocial and vocational rehabilitation services;
- b. Pre-vocational training, transitional employment and supported employment; and
- c. The adjustment of such individuals in the community, including, but not limited to, the areas of independent employment, supported housing, and supported education, and other projects and programs contributing to the advancement, support and promotion of health, education, and science, and the promotion of social welfare through the accomplishment of the foregoing,

but only if the specific purposes and any activities incidental thereto are included within the general purposes set forth in this Article III, and are within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

#### Article IV

##### Powers

The Corporation shall have all the general rights, privileges, immunities, franchise and powers conferred upon corporations created pursuant to Chapter 617 of Florida Statutes, but shall be limited to the exercise of only such powers as are in furtherance of the purpose expressly provided for in Article III herein, and as are in furtherance of activities 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, and a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

## Article V

### Limitations

Notwithstanding the foregoing provisions of Articles III and IV above:

- a. The Corporation shall not engage in any activities for the purpose of or resulting in the private profit of any of its members, directors, officers, or employees or of any persons who have given, devised, or bequeathed property to the Corporation, and no part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer or employee or any persons who have given, devised or bequeathed property to the Corporation.
- b. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.
- c. The Corporation shall not, directly or indirectly, participate in or intervene in, including the publishing or distributing of statements, any political campaign on behalf (or in opposition to) any candidate for public office.

## Article VI

### Registered Agent and Registered Office

- a. The name and address of the Registered Agent of the Corporation for Service of Process is: Michael F. Tew, Esquire, 6150 Diamond Centre Court, Building 800 – Suite 2, Fort Myers, Florida 33912.
- b. The street and mailing address of the Registered Office of the Corporation is: Hope Clubhouse of Southwest Florida, Inc., 6150 Diamond Centre Court, Building 800 – Suite 2, Fort Myers, Florida 33912.

Article VII

Membership

The Corporation shall have no members.

Article VIII

Officers and Directors

The business and the affairs of this Corporation shall be managed by a Board of Directors, which shall be elected and shall serve as provided in the By-Laws for this Corporation. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation. The election of Directors shall be done in accordance with the By-Laws. The Corporation shall have five (5) Directors initially, and the name and address of the initial directors are as follows:

Sharon L. Harris  
17121 Terraverde Circle #05  
Fort Myers, Florida 33908

Susan H. Tew  
13882 Bently Circle  
Fort Myers, Florida 33912

James Bratt  
13571 Eagle Ridge Drive  
Fort Myers, Florida 33912

Judith R. Gartner  
108 Clubhouse Drive – Apartment 362  
Naples, Florida 34105

Carrie L. Lucas  
12601 Mastique Beach Boulevard – Unit 1603  
Fort Myers, Florida 33908

## Article IX

### By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this Corporation.

## Article X

### Provisions for Regulation and Conduct of the Affairs of the Corporation

Other provisions, consistent with the Laws of this State, for the regulation and conduct of the affairs of this Corporation are as follows:

- a. The Corporation shall have the right to refuse a gift, devise or bequest if the Board of Directors shall determine that any restriction, limitation, requirement or condition attached to such gift, devise or bequest is not in furtherance of the purposes of the Corporation.
- b. Upon the dissolution of the Corporation, but prior to the completion thereof and after the payment and satisfaction of all of its liabilities and obligations, all of the remaining assets owned or held by the Corporation shall be used, distributed or disposed of only for one or more of the purposes set forth in Article III of these Articles of Incorporation, but only if those purposes are within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.
- c. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the provisions of Chapter 617, Florida Statutes, and all amendments thereto or supplemental thereto; and all rights, powers and privileges conferred hereby on the

Directors and Officers and on donors or any of them, hereby made subject to this reserved power, provided however that no amendment, alteration, change or repeal of any provision contained in these Articles of Incorporation shall permit the use of any of the assets of the Corporation for any purpose or by any means other than charitable, educational, literary, scientific or religious purposes and means within the meaning of Sections 170 (c) (2), 501 (c) (3) and 2055 (a) (2) of the Internal Revenue Code of 1986, as amended.

#### Article XI

##### Incorporator

The name and address of the Incorporator of this Corporation is: Michael F. Tew, Esquire, 6150 Diamond Centre Court, Building 800 – Suite 2, Fort Myers, Florida 33912.

The undersigned Incorporator executed these Articles of Incorporation on

August 2, 2007.

  
\_\_\_\_\_  
Michael F. Tew



CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE

CORPORATION:

Hope Clubhouse of Southwest Florida, Inc.

REGISTERED AGENT/OFFICE:

Michael F. Tew, Esquire  
6150 Diamond Centre Court  
Building 800 – Suite 2  
Fort Myers, FL 33912

SECRET  
01 AUG - 3 PM '07  
FBI

I agree to act as Registered Agent to accept service of process for the Corporation named above at the place designated in this Certificate. I agree to comply with provisions of all statutes relating to the proper and complete performance of Registered Agent duties. I am familiar with and accept the obligations of the Registered Agent position.

  
\_\_\_\_\_  
Michael F. Tew

Date: August 2, 2007