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Florida Department of State  
Division of Corporations  
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From:  
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Account Number : I20000000142  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

Coalition for Youth, Inc.

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**ARTICLES OF INCORPORATION  
OF  
COALITION FOR YOUTH, INC.  
A FLORIDA NON-PROFIT CORPORATION**

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**ARTICLE I.  
Name**

The name of this corporation is COALITION FOR YOUTH, INC. The mailing address and the principal office of the corporation is located at 2310 N.E. 24<sup>th</sup> Street, Ocala, Florida 34470.

**ARTICLE II  
Duration**

The duration of this corporation shall be perpetual, commencing with the filing of these Articles with the Department of State of the State of Florida. In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusively public purposes.

**ARTICLE III  
Purposes**

The corporation acknowledges its allegiance to the ARNETTE HOUSE, INC., a Florida non-profit corporation and SILVER RIVER MENTORING AND INSTRUCTION, INC., a Florida non-profit corporation. The corporation is organized to engage in any lawful purpose or purposes not for pecuniary profit, nor specifically prohibited

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to non-profit corporations under the laws of the State of Florida. The corporation shall have all of the powers set forth in Chapter 617, Florida Statutes. The corporation may undertake the actions necessary to further this general purpose. The purposes for which the corporation is organized are and shall be exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code. More specifically, this corporation is organized to support the activities which benefit, to carry out the purposes of, to maintain, to support and to perpetuate, the ARNETTE HOUSE, INC., a Florida non-profit corporation, and SILVER RIVER MENTORING AND INSTRUCTION, INC., a Florida non-profit corporation.

**ARTICLE IV.**  
**Dedication of Assets**

All of the funds and other property of this corporation and any monies or other benefits from its operations shall be used solely for the purposes of the corporation. No dividends shall be paid and no part of the income or other funds of the corporation of any kind shall be used for the individual benefit of members, vestry members, officers, employees or any other persons except as reasonable compensation for services rendered to the corporation in carrying out one or more of its purposes or as reimbursement for expenses incurred in connection herewith.

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the

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corporation shall not participate in or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the articles, the corporation shall not carry on any other activity or activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Codes of 1986 (or the corresponding provision of any future United States Internal Revenue Code), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code.)

**ARTICLE V.**  
**Membership**

The members of the corporation shall be ARNETTE HOUSE, INC. and SILVER RIVER MENTORING AND INSTRUCTION, INC., all as listed in the corporate records and membership book. The name of the original members of the corporation are set forth on Exhibit "A" attached hereto.

**ARTICLE VI.**  
**Location of Initial Registered Office**  
**and Name of Initial Registered Agent**

The street address of the initial registered office of the corporation is CHESTER J. TROW, P.A., 21 North Magnolia Avenue, Second Floor, Ocala, Florida 34475. The name of the initial registered agent at such address is CHESTER J. TROW, P.A.

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**ARTICLE VII.**  
**Directors/Trustees**

Initially there shall be six (6) directors/trustees, three members shall be appointed by the ARNETTE HOUSE, INC. and three members by the SILVER RIVER MENTORING AND INSTRUCTION, INC. The annual meeting of the members of the corporation shall be held on the fourth Tuesday of January of each year at 7:00 p.m., at 2310 N.E. 24<sup>th</sup> Street, Ocala, Florida 34470, unless otherwise noticed by the corporate Secretary.

Members of the Board of Directors/Trustees shall be natural persons who are 18 years of age or older. The number of members constituting the Board of Directors/Trustees shall be as set forth in the corporate By-Laws, but shall never be less than three (3) persons. Each member of the Board of Directors/Trustees shall serve until their successors are named.

**ARTICLE VIII.**  
**Incorporator**

The name and address of the incorporator of this corporation is as follows:

Thomas J. Dobbins, 21 North Magnolia Avenue, Second Floor, Ocala, Florida 34475.

**ARTICLE IX.**  
**Indemnification of Members of the Board of Directors/Trustees and Officers**

(a) The Corporation hereby indemnifies and agrees to hold harmless from claim, liability, loss of judgment any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or

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proceeding, whether civil, criminal, administrative, or investigative (other than an action, suit or proceeding by or on behalf of the Corporation to procure a judgment in its favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as a member of the Board of Directors/Trustees, officer, employee or agent of the Corporation or any other corporation, partnership, joint venture, trust or other enterprise in which he served at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, if such person acted in good faith in the reasonable belief that such action was in or not opposed to, the best interests of the Corporation and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not create a presumption that any such member of the Board of Directors/Trustees or officer did not act in good faith in the reasonable belief that such action was in, or not opposed to, the best interests of the Corporation. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of gross negligence or willful misconduct in the performance of his duties to the Corporation.

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(b) Any indemnification under Paragraph (a) shall be made by the Corporation only as authorized in the specific case upon a determination that amounts for which a member of the Board of Directors/Trustees or officer seeks Indemnification were properly incurred and that such Member of the Board of Directors/Trustees or officer acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and that, with respect to any criminal action or proceeding he had no reasonable ground for belief that such action was unlawful. Such determination shall be made whether by the Board of Directors/Trustees by a majority vote of a quorum consisting of members of the Board of Directors/Trustees who were not parties to such action, suit or proceeding.

(c) The Corporation shall be entitled to assume the defense of any person seeking indemnification pursuant to the provisions of Paragraph (a) above upon a preliminary determination by the Board of Directors/Trustees that such person has met the applicable standards of conduct set forth in Paragraph (a) above, and upon receipt of an undertaking by such person to repay all amounts expended by the Corporation in such defense, unless it shall ultimately be determined that such person is entitled to be indemnified by the Corporation as authorized in this article. If the Corporation elects to assume the defense, such defense shall be conducted by counsel chosen by it and not objected to in writing for valid reasons by such person. In the event that the Corporation elects to assume the defense of any such

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person and retains such counsel, such person shall bear the fees and expenses of any additional counsel retained by him, unless there are conflicting interests between or among such person and other parties represented in the same action, suit or proceeding by the counsel retained by the Corporation that are, for valid reasons, objected to in writing by such person, in which case the reasonable expenses of such additional representation shall be within the scope of the indemnification intended if such person is ultimately determined to be entitled thereto as authorized in this article.

(d) The foregoing rights of indemnification shall not be deemed to limit in any way the power of the Corporation to indemnify under any applicable law.

#### **ARTICLE X.**

##### **Management of Corporate Affairs**

(a) Board of Directors/Trustees: The powers of this corporation shall be exercised, its properties controlled, and its affairs managed and conducted by and under the authority of a Board of Directors/Trustees known as the "Board of Directors/Trustees." The Board of Directors/Trustees shall control and regulate the temporal affairs of the corporation. The members of the Board of Directors/Trustees shall be such persons as may be chosen from time to time by a majority of the members of the corporation to serve such terms of office as are set forth in the By-Laws.

(b) Corporate Officers: The Board of Directors/Trustees shall elect such officers as the By-Laws of this corporation may authorize, and as the Board of

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Directors/Trustees may from time to time find convenient and useful. Such officers shall be initially elected at the organizational meeting of the Board of Directors/Trustees.

**ARTICLE XI.**  
**By-Laws**

The initial By-Laws of the corporation shall take effect upon approval by the Board of Directors/Trustees. Thereafter, the By-Laws may be amended or repealed by a majority of the members present and entitled to vote at any annual meeting or special meeting, provided that notice of such meeting and proposed amendments or repeal of the By-Laws has been sent to qualified electors at least two (2) weeks prior to the meeting. The members at such meeting may adopt, reject, or amend any proposed amendments or repeal of the By Laws.

**ARTICLE XII.**  
**Amendment**

These Articles of Incorporation may be amended at a meeting of the corporation duly called and convened for such purpose, and if approved by a majority of the members present and voting, and if approved by them, the amendment shall be incorporated into and form a part of these Articles of Incorporation upon the filing thereof with the Secretary of State of Florida.

**ARTICLE XIII.**  
**Non Stock Corporation**

This corporation is organized on a non stock basis.

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**ARTICLE XIV.****Dissolution**

Upon the dissolution of the corporation, no member or private person, corporate or individual, or other private interest, shall be entitled to any distribution of division of its remaining funds and other property and rights and interests in property, rather, the balance thereof, after the payment of all debts and liabilities of the corporation of whatsoever kind and nature, shall be distributed equally to ARNETTE HOUSE, INC., a Florida non-profit corporation, and SILVER RIVER MENTORING AND INSTRUCTION, INC., a Florida non-profit corporation, or the successors thereto. If both organizations are not in existence at the time of dissolution, then to one or more organizations that are exempt organizations as described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code or to the federal, state, or local government for exclusive public purposes, as shall be designated by the Board of Directors/Trustees .

The undersigned, being the incorporators of this corporation, for the purposes of forming this non-profit corporation under the Laws of the State of Florida has executed these Articles of Incorporation on the 1<sup>st</sup> day of November, 2007.

INCORPORATOR:

  
THOMAS J. DOBBINS

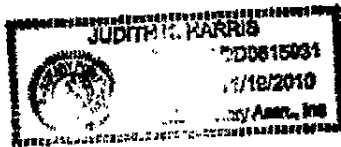
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STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of November, 2007 by THOMAS J. DOBBINS. Such person: (notary must check applicable box)

- ☒ is personally known to me.  
☐ produced a current Florida Driver's License as identification.  
☐ produced \_\_\_\_\_ as identification.



Judith E. Harris  
Notary Public  
State of Florida, at Large  
My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 48.091 and 617.0501 COALITION FOR YOUTH, INC. desires to organize as a corporation under the laws of the State of Florida, has designated 2310 N.E. 24<sup>th</sup> Street, Ocala, Florida 34470 as its principal office, and has named CHESTER J. TROW, P.A., located at 21 North Magnolia Avenue, Second Floor, Ocala, Florida 34475, as its initial Registered Agent.

Incorporator:

THOMAS J. DOBBINS

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes, Section 48.091 relative to keeping the office open.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CHESTER J. TROW, P.A.

By: 

Thomas J. Dobbins, Agent

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**EXHIBIT "A"**

**ORIGINAL MEMBERS**

ARNETTE HOUSE, INC., a Florida non-profit corporation

SILVER RIVER MENTORING AND INSTRUCTION, INC., a Florida non-profit corporation

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