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MRS  
1/25

# BOSWELL & DUNLAP LLP

ATTORNEYS AT LAW

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Frederick J. Murphy, Jr.  
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Bartow, Florida 33831  
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Sent via Federal Express

January 23, 2008

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

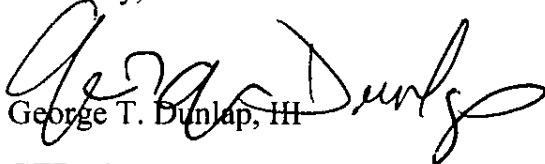
Re: Senior Orphans of Polk County, Inc.

Dear Sir:

Enclosed please find Articles of Incorporation and Certificate Designating Registered Office and Registered Agent for Senior Orphans of Polk County, Inc. and our check for \$78.75.

Please file the Articles and send us a certified copy of same.

Sincerely,

  
George T. Dunlap, III

GTD:gl

Enclosures

**FILED**

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**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OF**

**SENIOR ORPHANS OF POLK COUNTY, INC.**

We the undersigned, with other persons being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE I - NAME**

The name of this corporation is: Senior Orphans of Polk County, Inc.

**ARTICLE II - PURPOSE**

The general nature of the objects and purposes of this corporation shall be:

(a) Alone or in cooperation with other persons or organizations to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance, accomplishment, or attainment of religious, charitable and educational purposes.

(b) Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by [1] 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 future United States Internal Revenue Law or [2] a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

### **ARTICLE III - QUALIFICATIONS OF MEMBERS**

The membership of this corporation shall constitute all persons hereinafter named subscribers and all other persons as, from time to time, may become members of the Senior Orphans of Polk County, Inc.

### **ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

### **ARTICLE V - SUBSCRIBERS**

The names and residences of the subscribers to these Articles are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
John J. Cornelius	2245 Longleaf Circle Lakeland, Florida 33810
Beverly Cornelius	2245 Longleaf Circle Lakeland, Florida 33810
Eugene "Gene" Turchan	2290 Longleaf Circle Lakeland, Florida 33810
Linda Turchan	2290 Longleaf Circle Lakeland, Florida 33810

### **ARTICLE VI - OFFICERS**

**Section 1.** The officers of the corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as may be provided in the By-Laws.

**Section 2.** The names of the persons who are to serve as officers of the corporation until the first annual meeting of Board of Directors are:

<b><u>OFFICE</u></b>	<b><u>NAME AND ADDRESS</u></b>
President	John J. Cornelius 2245 Longleaf Circle Lakeland, Florida 33810

Vice President

Beverly Cornelius  
2245 Longleaf Circle  
Lakeland, Florida 33810

Secretary

Linda Turchan  
2290 Longleaf Circle  
Lakeland, Florida 33810

Treasurer

Eugene "Gene" Turchan  
2290 Longleaf Circle  
Lakeland, Florida 33810

**Section 3.** The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

#### **ARTICLE VII - BOARD OF DIRECTORS**

**Section 1.** The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (4) directors initially. The number of directors may be increased from time to time, by the By-Laws, but shall never be less than three (4).

**Section 2.** The Board of Directors shall be members of the corporation.

John J. Cornelius  
2245 Longleaf Circle  
Lakeland, Florida 33810

Beverly Cornelius  
2245 Longleaf Circle  
Lakeland, Florida 33810

Eugene "Gene" Turchan  
2290 Longleaf Circle  
Lakeland, Florida 33810

Linda Turchan  
2290 Longleaf Circle  
Lakeland, Florida 33810

**Section 3.** Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

**Section 4.** The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
John J. Cornelius	2245 Longleaf Circle Lakeland, Florida 33810
Beverly Cornelius	2245 Longleaf Circle Lakeland, Florida 33810
Eugene "Gene" Turchan	2290 Longleaf Circle Lakeland, Florida 33810
Linda Turchan	2290 Longleaf Circle Lakeland, Florida 33810

#### **ARTICLE VIII - BY-LAWS**

**Section 1.** The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deems necessary from time to time.

**Section 2.** Upon proper notice the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

#### **ARTICLE IX - AMENDMENTS**

**Section 1.** These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a 51% vote of those present.

**Section 2.** Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit such amendments.

## **ARTICLE X - LOCATION**

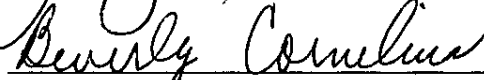
The location and mailing address of this corporation shall be 2245 Longleaf Circle, Lakeland, Florida 33810. Its registered office shall be 245 South Central Avenue, Bartow, Florida 33830, and its Resident Agent at that address shall be George T. Dunlap, III, Attorney at Law.

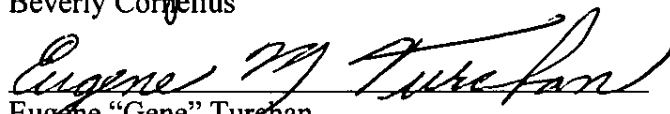
## **ARTICLE XI**

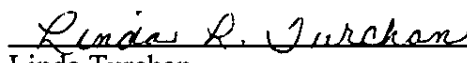
No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this corporation.

**IN WITNESS WHEREOF**, we, the undersigned subscribing incorporators, have hereunto set our hands and seals, this 23rd day of January, 2008, for the purpose of forming this corporation not for profit under laws of the State of Florida.

  
\_\_\_\_\_  
John J. Cornelius

  
\_\_\_\_\_  
Beverly Cornelius

  
\_\_\_\_\_  
Eugene "Gene" Turchan

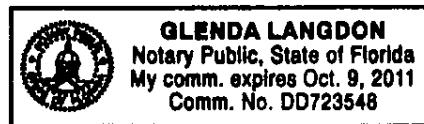
  
\_\_\_\_\_  
Linda Turchan

STATE OF FLORIDA  
COUNTY OF POLK

Before me, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared John J. Cornelius, Beverly Cornelius, Eugene "Gene" Turchan and Linda Turchan, to me known as the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state above named this 23rd day of January, 2008.

  
Notary Public - State of Florida



**CERTIFICATE DESIGNATING  
REGISTERED OFFICE AND REGISTER AGENT**

**FILED**

08 JAN 24 PM 4:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

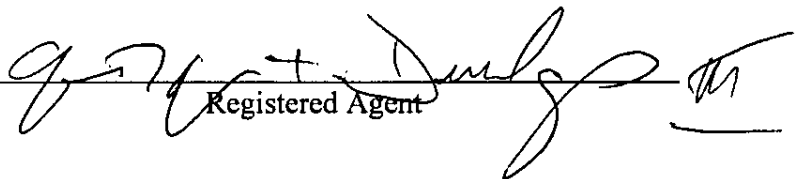
In pursuance of Section 48.091 and Section 607.0501 Florida Statutes, the following is submitted, in compliance with said provisions:

That SENIOR ORPHANS OF POLK COUNTY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Lakeland, County of Polk, State of Florida has designated Boswell & Dunlap LLP, 245 South Central Avenue, Bartow, Florida 33830, as its registered office and George T. Dunlap, III, Esquire, as its Registered Agent at said office to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the registered office designated in this certificate, I hereby accept to act in this capacity, and agree to comply with said provisions relative to keeping open said office.

By

  
Registered Agent