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28943

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 MAY 22 PM 3:11

APPROVED  
AND  
FILED

B. McKnight MAY 22 2008

## COVER LETTER

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

SUBJECT: Dignity Nest Inc.  
PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: SHARON metzelaar  
Name (Printed or typed)

5107 Estates Circle  
Address

Sarasota Florida 34243  
City, State & Zip

941- 758 3861  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 7, 2008

SHARON METZELAAR  
5107 ESTATES CIRCLE  
SARASOTA, FL 34243

SUBJECT: DIGNITY NEST, INC.  
Ref. Number: W08000022752

We have received your document for DIGNITY NEST, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

You must list at least one incorporator with a complete business street address.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 108A00028943

**ARTICLES OF INCORPORATION  
OF  
Dignity Nest, INC.**

A Florida non-Profit Corporation

The undersigned subscribers, by these Articles, associate themselves for the purpose of forming a Corporation not-for-profit, pursuant to the laws of the state of Florida (Chapter 617, Florida Statutes, 1987), and hereby adopt the following Articles of Incorporation:

**Article I.**

The name of the Corporation is:

Dignity Nest, Inc.  
5107 Estates Circle  
Sarasota, FL 34243  
a Florida non-profit Corporation

**Article II.**

Duration

The corporation shall exist perpetually, unless sooner dissolved as authorized by law. Said Corporation shall commence its existence on the date of subscription and acknowledgment of these Articles, as hereinafter set forth, if these Articles are filed with the Department of state within five (5) days exclusive of legal holidays, after such date. If these Articles are not so filed, this Corporation shall commence existence upon the filing hereof with the Department of State.

**Article III.**

Purpose

The purposes and powers for which the Corporation is organized are:

1. To provide an affordable independent housing for young adults with disabilities, developmental, physical and mental problems.
2. To establish long term and transitional housing for individuals with disabilities.
3. To provide resources for education and job placement for those living and graduating from transitional housing.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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### **Article III.**

#### **Purpose continued**

4. The powers of the Corporation include, but are not limited to, the solicitation, receiving, holding investing, administering, and disbursing of donated funds, gifts, grants, and any and all types of real and personal property; fund raising of any and all types including the sponsorship of special events and activities of every kind; the promotion, sponsorship, and conduct of research and scientific investigation and the application of scientific knowledge in the provision and services to disabled adults in general.
5. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office
6. Notwithstanding any other provision of these articles, the Corporation shall not carry on any 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 amended, or by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1986, as amended.

### **Article IV.**

#### **Registered Agent**

The name and address of the initial Registered Agent of the Corporation is Sharon Metzelaar, 5107 Estates Circle, Sarasota , Florida, 34243

### **Article V.**

#### **Membership**

The Members of this Corporation shall be determined consistent with the Bylaws of this Corporation.

## **Article VI.**

### **Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three (3) persons, and no more than twenty-five (25) persons, who are members of the Corporation, elected to membership on the Board by a majority vote of the members present and voting at the annual meeting of the Corporation. The initial Board of Directors shall be the following three persons:

	Name	Address
1.	Sharon Metzelaar President	5107 Estates Circle Sarasota, Florida 34243
2.	Sister Gilchrist First Vice President	7380 Prospect Road Sarasota, Florida 34242
3.	Julie Audet Second Vice President	139 Pearl Avenue Sarasota, Florida 34243
4.	Joan Willett Secretary/Treasure	775 Stonecreast Drive Sarasota, Florida 34232

The Board of Directors shall have the power to appoint committees to act on behalf of the Corporation and to define by appropriate resolution each committee's purposes, powers, and functions.

## **Article VII.**

### **Devolution**

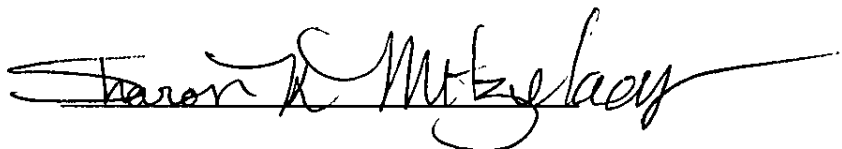
In the event of the dissolution of the Corporation, the Board of Directors, after paying or making provisions for the payment of all liabilities of the Corporation, shall distribute, in any proportions considered prudent, all the assets of the Corporation to such organizations(s) organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organizations(s) under section 501 (c )(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue law), as the Board of Directors shall determine.

**Article VIII.**

Amendment

These Article of Incorporation may be amended only by unanimous written consent of all Directors or at a validly called meeting when there is an affirmative vote of two thirds of the whole number of the Directors serving on the Board. No proposed amendment to the Articles of Incorporation may be considered at any meeting of the Board of Directors of the Corporation unless written notice of the meeting and a copy of the proposed amendment have been mailed or personally delivered to such Director at least ten days prior to the date of the meeting at which such amendment is considered.

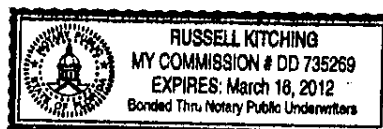
IN WITNESS WHEREOF, we, the undersigned, being the original incorporators of this corporation, do certify that each of us is of full age and competent to contract and that at least one of the Directors named is a citizen of the United States of America. For the purpose of forming the proposed corporation above named to do business both within and without the State of Florida, and in pursuance of the Florida Not-for-profit Corporation Act, we do make, and file this Agreement, hereby declaring and certifying that the matters above state are our true agreement, and accordingly we have hereunto set our hands and seals this \_\_\_\_\_ day of \_\_\_\_\_.



State of Florida  
County of Manatee

The foregoing instrument was acknowledged before me this 27 day of February, 2008 by Theresa TRS.

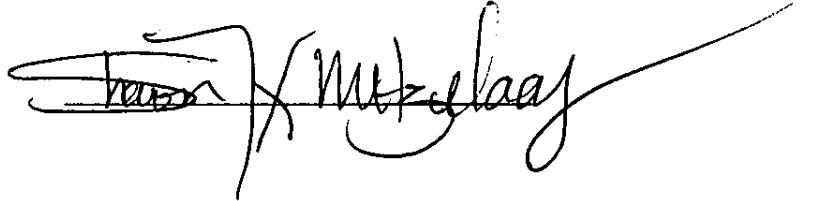
\_\_\_\_\_  
Notary Public  
My Commission Expires:



**ACCEPTIANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial registered agent of Dignity Nest, Inc., as made in the foregoing Articles of Incorporation.

Date: 2-27-08

A handwritten signature in black ink, appearing to read "J. M. [unclear]", written over a horizontal line.

APPROVED  
AND  
FILED

08 MAY 22 PM 3:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA