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2008 JUN 20 PM 4: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2 Bunch JUN 23 2008

TRANSMITTAL LETTER

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

Subject: Open Life Inc.

**Enclosed is an original and one (1) copy of the Articles of Incorporation
and a check for: \$87.50 for Filing Fee, Certified Copy & Certificate**

FROM:

**John L. Stutzman
5460 Overlook Point
Lakeland, FL 33812**

Contact:

**Joe C. Rose
(863) 271-0642 Daytime number**

**NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE
ARTICLES.**



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 9, 2008

JOHN L. STUTZMAN
5460 OVERLOOK POINT
LAKELAND, FL 33812

SUBJECT: OPEN LIFE INCORPORATED
Ref. Number: W08000028020

We have received your document for OPEN LIFE INCORPORATED and your check(s) totaling \$87.50. 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.

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: 108A00035469

ARTICLES OF INCORPORATION

For

OPEN LIFE INCORPORATED

FILED

2000 JUN 20 PM 4: 25

ARTICLE I

Corporate and Legal Status

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this nonprofit Corporation shall be **OPEN LIFE INCORPORATED**

ARTICLE II

Commencement of Corporate Existence

OPEN LIFE INCORPORATED shall commence corporate existence on the filing of these Articles of Incorporation and shall have perpetual existence unless sooner dissolved according to law.

The principal office of Open Life, Inc. shall be located at 101 Lake Hunter Drive, Unit #1, Lakeland, FL 33803.

ARTICLE III

Purposes and General Powers

The general purpose of Open Life Inc. shall be the transaction of all lawful business. The Corporation is organized for charitable, religious, and educational purposes under section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Services tax code). The Corporation shall have all of the powers enumerated in the Florida Not for Profit statutes and all other powers as are permitted by applicable law, including by illustration, a transition home for ex- offenders and the following without limitation:

- 1 The Corporation will provide housing without regard to race, sex, or ethnicity.
- 2 The Corporation shall provide ancillary services and programs to include but not limited to counseling, life skills training, General Education Development diplomas, mentoring, prisoner reentry services, post release (prison or jail) programs, employment services, and health care services and programs. Such services and programs will be available to former inmates of prison or jail and veterans of the armed forces.
- 3 The Corporation shall seek accreditation, licensure, and, or approval from all agencies, public or private, required to legally provide services and programs encapsulated in item one and two above.

As a means of accomplishing the above purposes and methods, the Corporation shall have the following powers:

- a. To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer judicial order or decree; or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature of description and wherever situated.
- b. To sell, exchange, convey, mortgage, lease transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes

- c. of the corporation may require, subject to such limitations as may be prescribed by law.
- d. To borrow money and from time-to-time, to make; accept; endorse; execute and issue bonds; debentures; promissory notes; moneys borrowed
- e. or in payment for secure payment of any such obligations by mortgage; pledge; deed; indenture; agreement; or other instrument of trust, or by any other lien upon assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.
- f. To invest and reinvest its funds in stock, common or preferred; bonds, debentures, mortgages, or in such other securities and property, real and personal; as it shall deem advisable, subject to the limitations and conditions contained in any bequest; devise; grant or gift, provided such limitations and conditions are not in conflict with the provisions of the 501(c) (3) of the Internal Revenue of 1986, and applicable regulations thereunder, as they now exist or as they may be amended.

ARTICLE IV

Membership

The members of this not for profit corporation, if any, shall be qualified and admitted as set forth in the bylaws of the Corporation.

ARTICLE V

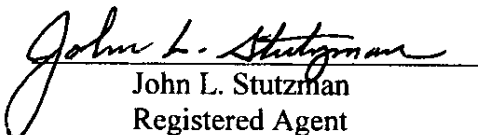
Initial Registered Office and Agent

The initial registered office of this Corporation shall be located at 5460 Overlook Pt. Lakeland, Florida 33812. The initial registered agent of the Corporation at that address shall be John L. Stutzman. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

Acceptance of Appointment of Registered Agent

For
Open Life Inc.

Having been named as registered agent, and accepting service of process of the above named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position.


John L. Stutzman
Registered Agent

04/21/08
Date

ARTICLE VI
Initial Board of Directors

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time as provided in the Bylaws. The name and street address of the initial directors of this Corporation are:

John L. Stutzman
5460 Overlook Point
Lakeland, Florida 33812

Walter L. Brown
337 Vallejo Court
Lakeland, Florida 33809

Samuel E. Gay
1470 E. Clower Street
Bartow, FL 33830

Mailing address:
P. O. Box 4147
Eagle Lake, Florida 33839

ARTICLE VII
Incorporators

The name and address of the persons signing these Articles as incorporators is:

John L. Stutzman
5460 Overlook Point
Lakeland, Florida 33812

Walter L. Brown
337 Vallejo Court
Lakeland, Florida 33809

Samuel E. Gay
1470 E. Clower Street
Bartow, FL 33830

Mailing address:
P. O. Box 4147
Eagle Lake, Florida 33839

ARTICLE VIII
Bylaws

Except as otherwise provided by law, the power to adopt, alter, amend, or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE IX
Indemnification

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE X

Amendment

Amendments to these Articles of Incorporation may be adopted by a majority of the directors in the manner set forth in the Bylaws of the Corporation.

ARTICLE XI

Headings and Captions

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

ARTICLE XII

Dissolution

In the event of dissolution of this Corporation, or in the event it shall cease to carry out the objects and purpose herein set forth, all of the business; property and assets of the Corporation shall be distributed to a nonprofit corporation qualifying as an exempt organization under the provisions of Sections of 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the Directors of the Corporation may select and designate; and in no event shall assets of said property, in the event of dissolution thereof go or be distributed or contributed by such directors, for any such purpose. Any of such assets not disposed of shall be disposed by the District Court of the County in which the principle office of the corporation is then located, exclusively for such purposes, or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE XIII

Management of Corporate Affairs

The powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of a Board of Directors, which shall have three (3) Directors initially. This Corporation may adopt an advisory board who shall have no voting privileges or liability, but shall exist for the sole purpose of providing advice for the benefit of this Corporation. All members and nonmembers shall be indemnified against actions arising out of judicial proceeding against this organization. The Corporation reserves the right to retain any legal accounting and professional services to insure accountability and integrity in its business affairs.

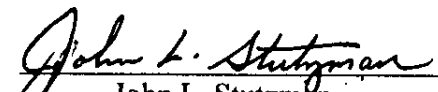
ARTICLE XIV

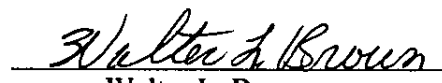
Miscellaneous

Notwithstanding any other provisions of these Articles to the contrary herein, in the conduct of the affairs of the Corporation:

- a. The Corporation shall neither have nor exercise any power, nor engage directly in any activity that would invalidate its status:
 1. As a corporation which is exempt from income taxation, as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law); or
 2. As a corporation, whose 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 law).
- b. The property of the corporation is irrevocably dedicated to religious, educational and charitable purposes, and not a part of the net earnings of the corporation shall inure the benefit of or be distributed 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 pertinent to it and to make payments and distributions in furtherance of the purposes set forth in these Articles.
- c. No substantial part of the activities of the Corporation shall consist or carry on propaganda, or otherwise attempting to influence legislature; nor shall it in any manner or to any extent, participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office; nor shall the corporation engage in activities that are unlawful under applicable federal, state or local laws.
- d. The corporation shall not:
 1. Operate for the purpose of carrying on a trade or business profit;
 2. Accumulate income, invest income, or divert income in a manner endangering its exempt status; or except to an insubstantial degree, engage in any activity, or exercise any powers that are not in furtherance of the purposes of the corporation.
- e. The corporation's operations are to be conducted principally in the United States of America; the corporation may conduct operations in foreign countries, subject however, to the laws of the State of Florida.

We, the Board of Directors of **OPEN LIFE INCORPORATED** do hereby sign our names as Incorporators of this Corporation on this 21st Day of April 2008.


John L. Stutzman
Incorporator


Walter L. Brown
Incorporator


Samuel Gay
Incorporator