

N08000005911

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated

TB

8-12-08

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Open Life Incorporated

(Name of Corporation)

DOCUMENT NUMBER: N08000005911

The enclosed Articles of Correction and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

John L. Stutzman

(Name of Contact Person)

Open Life, Incorporated

(Firm/Company)

101 Lake Hunter Drive, Unit 1

(Address)

Lakeland, FL 33803

(City/State and Zip Code)

For further information concerning this matter, please call:

Titania A. Lamb

(Name of Contact Person)

at (863) 206-4403

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee & Certificate of Status

☐ \$43.75 Filing Fee & Certified Copy

☒ \$52.50 Filing Fee, Certificate of Status &
Certified Copy

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Open Life, Incorporated

DOCUMENT NUMBER: N08000005911

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

John Stutzman

(Name of Contact Person)

Open Life, Inc.

(Firm/ Company)

101 Lake Hunter Drive Unit 1

(Address)

Lakeland, FL 33803

(City/ State and Zip Code)

For further information concerning this matter, please call:

John Stutzman

(Name of Contact Person)

at (863) 686-3809

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

paid

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 4, 2008

JOHN L. STUTZMAN
OPEN LIFE INCORPORATED
101 LAKE HUNTER DR UNIT 1
LAKELAND, FL 33803

SUBJECT: OPEN LIFE INCORPORATED
Ref. Number: N08000005911

We have received your document for OPEN LIFE INCORPORATED and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Correction must be filed within 30 days of the file date of the document that is being corrected. As the time period for filing Articles of Correction has expired, an amendment to the articles of incorporation could be filed at this time.

We are enclosing the proper form(s) with instructions for your convenience.

Please return 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) 245-6925.

Teresa Brown
Regulatory Specialist II

Letter Number: 408A00044372

Amended & Restated

**ARTICLES OF INCORPORATION
FOR
OPEN LIFE INCORPORATED**

FILED
2008 AUG 12 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of the 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 ^{*Incorporated*} shall be located at 101 Lake Hunter Drive, Unit #1, Lakeland, Florida 33803.

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is to transact lawful business. The corporation is organized specifically for charitable, religious, scientific, literary, 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 Service 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, without limitation and illustration of the following:

- 1) The Corporation will provide housing and self-sufficiency training to the homeless, poor, underprivileged and/or disadvantaged without regard to race, religion, or ethnicity. These will include both single persons and families of the following populations: homeless, veterans, ex-offenders, domestic violence victims, the disabled, and youths aging out of the foster care system.
- 2) The Corporation shall provide ancillary services and programs including but not limited to: counseling, life skills training, General Education Development preparation, mentoring, offender reentry services, post and pre release (prison or jail) programs, employment services, and physical and mental health care services and programs for the purpose of helping the target population maintain or obtain self-sufficiency.
- 3) The Corporation will provide outreach services to the homeless, former inmates of jail or prison and their families in need, veterans of the armed forces, domestic violence victims, the disabled, and youths aging out of the foster care system in need of housing and training.
- 4) The Corporation will develop both prevention and intervention programs for substance abuse and homelessness of the target population listed above as away of removing barriers to self-sufficiency.

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 objectives 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 of the corporation may require, subject to such limitations as may be prescribed by law.
- c. To borrow money and from time to time, to make; accept; endorse; execute and issue bonds; debentures; promissory notes; money's borrowed or in payment of 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.

- d. 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 there under, 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 DIRECTORS AND/OR OFFICERS

This Corporation shall have four (4) directors initially. The number of directors may either be increased or decreased from time to time as provided for in the By Laws. The Names, Address, and Titles of the initial directors are as follows:


John L. Stutzman	Walter L. Brown	Shelby Alessi	Samuel Gay
President	Vice President	Secretary/Treasurer	Director
5460 Overlook Point	337 Vallejo Court	764 Pinewood Drive	1470 E Clower Street.
Lakeland, FL 33812	Lakeland, FL 33809	Dunedin, FL 34698	Bartow, FL 33830

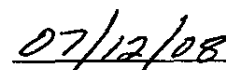
ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be at 101 Lake Hunter Drive, Unit #1, Lakeland, FL 33803. The initial registered agent of the Corporation shall be John L. Stutzman at 5460 Overlook Point Lakeland, FL 33812. 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 Incorporated

Having been named as registered agent to accept service of process for the above named corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


John L. Stutzman
Registered Agent


Date

ARTICLE VII - INCORPORATORS

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

John L. Stutzman
5460 Overlook Point
Lakeland, FL 33812

Walter L. Brown
337 Vallejo Court
Lakeland, FL 33809

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

Mailing Address:
Post Office Box 4147
Eagle Lake, FL 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 of this Corporation.

ARTICLE IX - INDEMNIFICATION

In addition to any rights and duties under the applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, 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 and 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 objectives and purposes 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 Section 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 or said property, in the event of dissolution thereof go or be distributed or contributed by such directors, for any such purposes, or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII - MANAGEMENT OF CORPORATE AFFAIRS

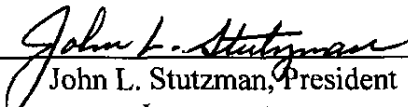
The powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of a Board of Directors, which shall have four (4) Directors initially. This Corporation may adopt an advisory board who shall have no voting 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.

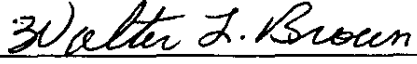
ARTICLE XIV - MISCELLANEOUS

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, scientific, literary, 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 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 unsubstantial 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 21st Day of April 2008.


John L. Stutzman, President
Incorporator


Walter L. Brown, Vice President
Incorporator


Samuel Gay, Director
Incorporator

The date of adoption of the amendment(s) was: August 8, 2008

Effective date if applicable: August 8, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature John L. Stutzman
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

John L. Stutzman
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35