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FLORIDA PROFIT/NON PROFIT CORPORATION

LEGACY OF CARE, INC.

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January 16, 2009

FLORIDA DEPARTMENT OF STATE

***ALVAREZ SAMBOL WINTEROP & MADSON, P. A. ***

SUBJECT: ***LEGACY OF CARE, INC.

REF: W09000002543

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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.

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Eula Peterson Regulatory Specialist II New Filing Section FAX Aud. #: H09000001742 Letter Number: 309A00001839

ARTICLES OF INCORPORATION OF

LEGACY OF CARE OF CENTRAL FLORIDA, INC A FLORIDA NON-PROFIT CORPORATION

I, the undersigned Incorporator, desiring to form a corporation not for profit under Chapter 6 7 F.S., deliver for filing the following Articles of Incorporation for Legacy of Care of Central Florida, Inc. (hereinafter referred to as the "Corporation"), pursuant to Section 617.0201 F.S.

ARTICLE I - NAME

The name of the Corporation shall be Legacy of Care of Central Florida, Inc. The principal office and mailing address of the Corporation is 421 Montgomery Road, Suite 141, Altamonte Springs, Florida 32714.

ARTICLE II - PURPOSE AND POWERS

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under the Internal Revenue Code, or the corresponding sections of any future federal tax code

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purposes set forth herein. 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 the half of or in opposition to any candidate for public office.

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal 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 purposes.

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ARTICLE III - MEMBERS

Membership shall be in accordance with the terms and conditions set forth in the Corporation's Bylaws.

ARTICLE IV - INCORPORATOR

The name of the incorporator is Alvarez, Sambol, Winthrop & Madson, P.A. whose address is 100 South Orange Avenue, Suite 200, Orlando, Florida 32801.

ARTICLE V - REGISTERED AGENT

The initial registered agent is Alvarez, Sambol, Winthrop & Madson, P.A. whose address is 100 South Orange Avenue, Suite 200, Orlando, Florida 32801.

ARTICLE VI - MANAGEMENT

The Corporation may, but need not, have voting members, and such membership, if any, and classes thereof, shall be as defined in the Corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Corporation's bylaws. No member or Director shall have any right, title, or interest in or to any property of the Corporation.

ARTICLE VII - OFFICERS

The officers of the Corporation shall consist of a president and vice president and such other officers as the Board of Directors (hereinafter referred to as the "Board") may from time to time deem appropriate. The officers of the Corporation shall be elected at the first meeting of the Board, and each annual meeting of the Board thereafter. Any officer may be removed at any meeting by the affirmative vote of seventy-five percent (75%) of the directors of the Board, either with or without cause, and any vacancy in any office may be filled by the Board at any Board meeting.

The names of the officers who shall serve until the election of their successor are as follows:

Name

Office

David Slutzker

President

Nancy Ludin

Vice President

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ARTICLE VIII - DIRECTORS

The initial Board shall consist of three (3) persons. The names and addresses of the initial Board who shall hold office until their successors have been elected and qualified are as follows:

Sheryl Meitin 421 Montgomery Road, Suite 141

Altamonte Springs, Florida 32714

Steven Selznick 421 Montgomery Road, Suite 141

Altamonte Springs, Florida 32714

Hank Goldberg 421 Montgomery Road, Suite 141

Altamonte Springs, Florida 32714

ARTICLE IX - DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member of the Board, Officer, Developer, or any other committee of the Corporation nor employees of the aforementioned, shall be personally liable to the Corporation, for any damages, losses or claims as a result of any act, omission, error, negligence of that person or group, provided that person or group has, upon the basis of that information possessed by him, acted in good faith, without willful or intentional misconduct.

ARTICLE X-BYLAWS

Subject to any limitations of Chapter 617, F.S., the first Bylaws of the Corporation shall be adopted by the Board and may be altered, revoked, modified, or amended in accordance with the Bylaws.

ARTICLE XI - AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by a resolution adopted by the Board and without the approval of its members unless the Bylaws of this Corporation otherwise require.

In Witness Whereof, the subscribing Incorporator has set his hand and seal and caused these Articles of Incorporation to be executed this 5th day of James 2009.

Alvarez, Sambol, Winthrop & Madson, P.A.

By:

Stephen B. Sambol, Director

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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in Article V of the foregoing Articles of Incorporation, 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 any duties, and I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Alvarez, Sambol, Winthrop & Madson, P.A.

By:

Stephen B. Sambol, Director

TALLAHASSEE, FLORID