

NO9000002521

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300145508073

03/12/09--01035--001 **70.00

FILED
2009 MAR 12 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers MAR 13 2009

COVER LETTER

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

SUBJECT: Baxter's Adult Living Facility, 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: Terrance Wilder
Name (Printed or typed)

11820 Miramar Parkway, Suite 105
Address

Miramar, Florida 33025
City, State & Zip

305-527-5447
Daytime Telephone number

2009 MAR 12 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

ARTICLES OF INCORPORATION
for
BAXTER'S ADULT LIVING FACILITY, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

The undersigned, acting as incorporator of a not for Profit Corporation pursuant to Chapter 617, Florida Statutes ("Florida Not For Profit Corporation Act"), adopts the following articles of incorporation and states as follows:

ARTICLE I
Name

The name of the corporation is **Baxter's Adult Living Facility, Inc.**

ARTICLE II
Principal Office

The principal place of business and mailing address of this corporation shall be:

1092 Majorca Avenue
Port St. Lucie, Florida 34954

ARTICLE III
Purpose and Objectives

This Corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. This corporation is organized exclusively for any lawful purpose to retain non-profit status as set forth in the most current Internal Revenue Code, and to act and operate exclusively as a non-profit corporation pursuant to the laws of the state of Florida, its municipalities, county governments, and the United States.

The primary objectives and purpose of Baxter's Adult Living Facility, Inc. shall include, but not be limited to the following:

To provide a safe haven for adults and the mildly disabled to live and have the care necessary to be comfortable and have prolonged life.

FILED
2009 MAR 12 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Article IV
Manner of Election**

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In accordance with the bylaws, Directors shall be elected or appointed by officers or members.

**ARTICLE V
Initial Directors/Officers**

The name, address, and title of the initial Board of Directors of this corporation are:

Name	Address	Position
Yvonne Frelani	937 SW 104 th Way Pembroke Pines, Florida 33025	President
Kennith Baxter	937 SW 104 th Way Pembroke Pines, Florida 33025	Secretary
Jasmine Louise	937 SW 104 th Way Pembroke Pines, Florida 33025	Treasurer

**ARTICLE VI
Registered Office and Agent**

The street address of the initial registered office of the corporation is 937 SW 104th Way, Pembroke Pines, Florida 33025 and the name of its initial registered agent at such address is Yvonne Frelani.

**Article VII
Nonprofit Capitalization**

No part of the income of the corporation shall inure to the benefit of any member, trustee, officer or director of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in connection with furtherance of its purposes and no member trustee, director of officer of the Corporation or any private person shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

Article VIII

Member Liability

The private property of this Corporation's members, directors or officers shall not be subject to the payment of Corporation debts to any extent whatsoever. No director or officer shall be liable for relying in good faith upon the books or account or reports made to the Corporation by any of its officials, members or by an independent accountant selected by the Board of Directors or by any committee so designated by the Corporation, or in relying in good faith upon any other records of the Corporation.

Article IX

Activities Prohibited

No substantial part of the activities of the Corporation shall be 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(4) of the Internal Revenue Code of 1954 (or corresponding section of any future federal tax code) or (b) by a corporation, contributions to which are deductible under section 170(c)(3) of the Internal Revenue Code of 1954 (or corresponding section of any future federal tax code).

Article X

Dissolution

Upon dissolution of the Corporation, the Corporation shall, after paying or making provision for the payment of the debts and obligations of the Corporation, distribute the remaining assets and property (after necessary expenses thereof) to such organizations as shall qualify as an exempt organization or organizations under section 501(c)(4) of the Internal Revenue Code of 1954, as named. Any such assets not disposed of shall be disposed by the Circuit Court of the county in which the principal office of the Corporation is located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized for such purposes as qualify them as exempt organizations.

**ARTICLE XI
Incorporator**

The name and address of the Incorporator is as follows:

Terrance Wilder
11820 Miramar Parkway, Suite 105
Miramar, Florida 33025

**ARTICLE XII
Effective Date and Duration**


The effective date of the corporation is the date upon filing. The duration of the corporation is perpetual.

Having been named as registered agent to accept service of process for the above stated 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.



Yvonne Frelani, Registered Agent

01-14-09
(Date)



Terrance Wilder, Incorporator

1/14/09
(Date)

FILED
2009 MAR 12 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA