

No 9000009147

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

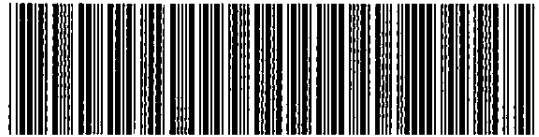
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W09-40255

Office Use Only



500159849535

09/04/09--01025--022 **70.00

FILED

2009 SEP 18 PM 4:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch SEP 21 2009

COVER LETTER

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

SUBJECT: Adagio Guardianship Advocates, 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: Patricia A. Kent
Name (Printed or typed)

4501 Manatee Ave. West #228
Address

Bradenton, FL 34209
City, State & Zip

727-424-6436
Daytime Telephone number

patricia.kent1@tampabay.rr.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 8, 2009

PATRICIA A. KENT
4501 MANATEE AVE WEST #228
BRADENTON, FL 34209

SUBJECT: ADAGIO GUARDIANSHIP ADVOCATES, INC.
Ref. Number: W09000040255

We have received your document for ADAGIO GUARDIANSHIP ADVOCATES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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: 409A00029766

FILED
2009 SEP 18 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION FOR
ADAGIO GUARDIANSHIP ADVOCATES, INC.
A NOT FOR PROFIT CORPORATION**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation by and under the laws of the State of Florida providing for the formation, rights, liabilities, privileges and immunities of a not for profit corporation subject to Florida Statutes Chapter 617.

**ARTICLE I
NAME**

The name of the Corporation shall be Adagio Guardianship Advocates, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be 4501 Manatee Avenue West, #228, Bradenton, FL 34209.

**ARTICLE III
PURPOSE AND POWERS**

This Corporation is organized exclusively for charitable and educational purposes under Section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and to permanently dedicate its assets to exempt purposes.

Section 1: Adagio Guardianship Advocates, Inc. is organized as a not for profit corporation formed to provide direct client services, information and resources to individuals for the care and support of the frail, elderly, mentally or physically disabled, and/or at risk population of Florida. Direct services include, but are not limited to; care management, financial management, information and referral; and services as a guardian, fiduciary or trustee. Services shall be provided to individuals on a sliding scale basis.

Section 2: To the extent permitted by Code Section 501(c) (3), the Corporation is organized exclusively for one of more of the following purposes: religious, charitable, scientific, and testing for public safety, literary or educational purposes, or to foster national or international amateur sports competition, or for the prevention of cruelty to children or animals. All references to "Code" are to the Internal Revenue Code of 1986 as amended or to corresponding provision of future federal tax legislation.

Section 3: The Corporation may exercise all powers, rights and privileges conferred on not for profit corporations pursuant to the laws of the State of Florida.

**ARTICLE IV
LIMITATIONS- CHARITABLE STATUS**

Section 1: No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any 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, except as otherwise provided in Code Section 501(h). The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3) or by corporation contributions to which are deductible under Code Section 170(c)(2).

Section 2: The Corporation shall not operate for the primary purpose of conducting a trade or business not related to its exempt purpose, nor have an illegal purpose or activity, or in violation of fundamental public policy.

Section 3: If the Corporation is at any time deemed to be a private foundation within the meaning of Code 509(a), then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code Section 4942, and the Corporation shall not engage in any act of self dealing as defined in Code Section 4941(d), retain any excess business holdings as defined in Code Section 4944 or make any taxable expenditures as defined in Code Section 4945(d).

ARTICLE V NON DISCRIMINATION POLICY

Adagio Guardianship Advocates, Inc. has a racially nondiscriminatory policy towards its clients and does not discriminate on the basis of race, color, sexual orientation, national, ethnic or religious origin in administration of its policies, or acceptance of wards as clients.

ARTICLE VI MANNER OF ELECTION

The name of each member of the Corporation's Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
Patricia A. Kent	4501 Manatee Ave. W., #228, Bradenton, FL 34209
Anne Sheffler Douglass, Esq.	1111 3 rd Ave. W. Suite 120, Bradenton, FL 34205
Reba C. Rogers	3669 Cortez Road West, #250, Bradenton, FL 34210

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The manner in which directors are elected and number of directors will be set forth in the bylaws for the Corporation, but the number of directors may never be less than three (3). The directors shall be protected from personal liability to the fullest extent permitted by law.

ARTICLE VII REGISTERED AGENT

The name and street address of the registered agent shall be:

Anne Sheffler Douglass, Esq.
1111 3rd Ave. West, Suite 120
Bradenton, FL 34205

**ARTICLE XI
INCORPORATOR**

The name and address of the incorporator is:

NAME
Patricia A. Kent

ADDRESS
4501 Manatee Ave. W. #228, Bradenton, FL 34209

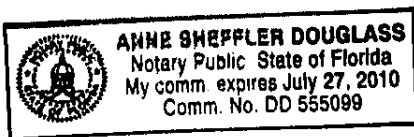
IN WITNESS WHEREOF, for the purpose of forming a not for profit corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 1st day of September, 2009.



PATRICIA A. KENT, INCORPORATOR

**STATE OF FLORIDA
COUNTY OF MANATEE**

I HEREBY CERTIFY that on this day, before me, an officer duly authorized the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared PATRICIA A. KENT to me know to be the person described in and who executed the foregoing Articles of Incorporation and that she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 1st day of September, 2009.

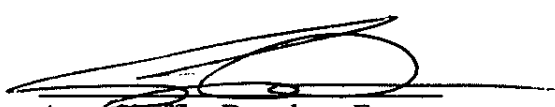



ANNE SHEFFLER DOUGLASS
NOTARY PUBLIC

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

I agree to act as registered agent to accept service of process for the not for profit corporation named above at the place designated below. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Dated this 1st day of September, 2009.


Anne Sheffler Douglass, Esq.
1111 3rd Ave. West, Suite 120
Bradenton, FL 34205
Tel.: 941-746-6656

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 SEP 18 PM 4:38

FILED