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(Requestor's Name)

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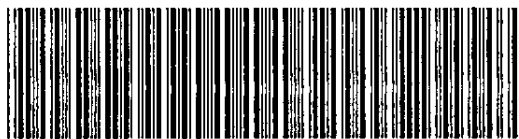
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

for 2/25/11

## COVER LETTER

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

SUBJECT: The Way Out Foundation, Inc

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: MARIO E. JUAREZ  
Name (Printed or typed)

15051 S. TAMIAMI TRAIL SUITE 203  
Address

FORT MYERS, FL 33908  
City, State & Zip

239-938-0065  
Daytime Telephone number

mjuarez@accountingsolutionswfl.com  
E-mail address: (to be used for future annual report notification)

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

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## **ARTICLES OF INCORPORATION**

In Compliance with Chapter 617 Florida Statutes, (Not for Profit)

### **ARTICLE I NAME**

The name of the corporation or organization shall be:

**The Way Out Foundation, Inc**

### **ARTICLE II PRINCIPAL OFFICE**

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

2953 W. Cypress Creek Road Suite 101  
Fort Lauderdale, FL 33309

### **ARTICLE III Mailing Address**

Same as The Principal Office

### **ARTICLE IV Nonprofit Corporation/Organization**

The Corporation/Organization is a Nonprofit

### **ARTICLE V DURATION**

The period of the Corporation/Organization's duration is perpetual

### **ARTICLE VI PURPOSE**

The purpose for which the Corporation/Organization is organized is:

- A. Said organization is organized exclusively as Non-For-Profit providing a safe and sober temporary living environment for persons after detoxification, addiction treatment or other treatment and requiring a half way house, educational and charitable purpose, 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 Corresponding action of any future federal tax code.
- B. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in the purpose clause. The organization shall not carry on any provisions of this document, the

organization should not carry on any organization exempt from federal income tax under section 501 ( c ) (3) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code and corresponding section of the State of Florida Non-Profit Corporations/Organizations.

C. Upon dissolution of the Corporation/Organization or the winding up of its affairs, the assets of the Corporation/Organization shall be distributed exclusively to other Non-Profit or Charitable organizations which would then qualify under the provisions of Section 501(c) (3) of the Internal Revenue Code and its regulations as they now exist or as they hereafter be amended..

D. the Corporation/Organization is organized pursuant of the Florida Non-Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes.

#### **ARTICLE VII MEMBERSHIP**

The membership of this Non-Profit Organization shall consist to the following qualifications for membership and who shall be admitted in the following manner:

- 1) In order to qualify for membership in this Non-Profit Organization a prospective member must accept our Organization Vision for the Local, State and Nation needs.
- 2) Must have the community Passion for the fellow Man.
- 3) Must serve as Directors and such persons as from time, to time hereafter, may become members in the manner provided in the Bylaws.
- 4) Must have the Concept of the Mission
- 5) Must attend at least three of four quarterly meetings.

#### **ARTICLE VIII VOTING MEMBERS**

The Organization Board of Directors will be the voting members.

#### **ARTICLE IX MANNER IS WHICH DIRECTORS ARE ELECTED OR APPOINTED IS:**

The Initial Directors will be appointed by the founders of the Organization, than, at an annual meeting.

#### **ARTICLE X DIRECTORS AND/OR OFFICERS**

List name(s) address (es) and specific titles(s):

##### **President-Director**

Ranae M. Orourke  
5290 Summerlin Commons Way  
Fort Myers, FL 33907

**Vice-President-Director**

Terry L. Christensen  
1901 SW 15th Ave.  
Cape Coral, FL 33991

**Secretary**

Chad William Morgan  
146 SW 49<sup>th</sup> Terrace  
Cape Coral, FL 33914

**Treasurer**

Giulio M. Staiano  
3617 Heron Ridge Lane  
Weston, FL 33331

**Director**

Kim Daugherty  
5252 Summerlin Common Way Suite 101  
Fort Myers, FL 33907

**ARTICLE XI REGISTERED AGENT AND STREET ADDRESS**

The Name and Florida Street address of the registered agent is:

Giulio M. Staiano, CPA  
2953 W. Cypress Creek Road Suite 101  
Fort Lauderdale, FL 33309

**ARTICLE XII INCORPORATOR**

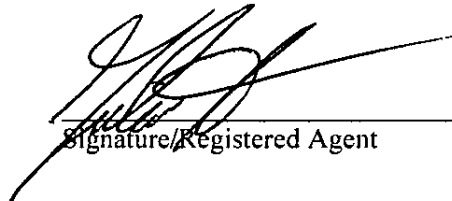
The name and address of the Incorporator is:


Mario E. Juarez, CPA  
15051 S. Tamiami Trail Suite 203  
Fort Myers, FL 33908

**ARTICLE XIII DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the Corporation Non-Profit Organization the Board of directors shall, after paying or making provisions for the payment of all liabilities of the Corporation Non-Profit Organization, distribute all the assets exclusively for charitable, educational, religious, or scientific purposes to such "qualified" organization as the Board of Directors shall determine. An organization shall be deemed to be a "qualified" organization for the purposes of this Article XIII only if a at the time of the of the distribution of such assets it is organized and operated exclusively for the purposes described in Section 170(c) (2) (B) of the Code and is described in Section 509(a) (1), (2) (3) of the Code. Any of such assets not so distributed shall be distributed by the Circuit Court of Broward County in which is the Principal office of the Corporation Non-Profit Organization is located, exclusively for the aforesaid purposes of the Corporation Non-Profit Organization or to such qualified organization or organizations as said court shall determine.

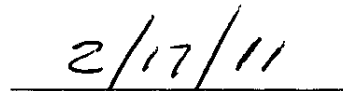
Having been named as registered agent to accept service of process for the above stated corporation/organization at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent

  
\_\_\_\_\_  
Date

I submit this document and affirm that the facts stated herein are true, I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

  
\_\_\_\_\_  
Signature/Incorporator

  
\_\_\_\_\_  
Date

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