

**N11000009944**

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Account Number : I20100000006  
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**EFFECTIVE DATE** 10/18/11

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**American Way of Melbourne, Inc.**

Certificate of Status	1
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*MRD 10/21*



October 20, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

MATHIS & MURPHY, P.A.

SUBJECT: AMERICAN WAY OF EDGEWOOD, INC.  
REF: W11000053873

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

If you have any further questions concerning your document, please call (850) 245-6949.

Thomas Chang  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H11000252291  
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**ARTICLES OF INCORPORATION  
OF  
AMERICAN WAY OF MELBOURNE, INC.**

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11 OCT 20 AM 10:22  
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TALLAHASSEE, FLORIDA  
EFFECTIVE DATE 10/18/11

The undersigned incorporator, for the purpose of forming a Florida Not for Profit Corporation, hereby adopts the following articles of incorporation:

**ARTICLE I**

The name of the Corporation is:  
AMERICAN WAY OF MELBOURNE, INC.

**ARTICLE II**

The effective date of the Corporation shall be:  
October 18, 2011.

**ARTICLE III**

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, and 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 of the statements of purposes and powers of this corporation contained herein, the corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this corporation.

**ARTICLE IV**

The street address of the principal office of the Corporation is:

3225 Aviation Avenue, Suite 101

Miami, Florida 33133

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#### **ARTICLE V**

The mailing address of the office of this Corporation is:

3225 Aviation Avenue, Suite 101

Miami, Florida 33133

#### **ARTICLE VI**

The corporation is organized and operated exclusively for the purposes set forth in Article II herein. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office.)

#### **ARTICLE VII**

The corporation shall not have members.

#### **ARTICLE VIII**

The initial street address of the Corporation's registered office is:

1200 Riverplace Blvd., Suite 902

Jacksonville, FL 32207

The initial registered agent for the Corporation at that address is:

Kelly B. Mathis, Esq.

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**ARTICLE IX**

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The initial directors identified in the Articles of Incorporation will serve a five (5) year term unless removed as provided for in the Bylaws. At no time shall the Corporation have less than three (3) directors. With the exception of the initial directors listed below, Directors shall be appointed and/or elected as provided for in the Bylaws. The initial directors of the Corporation are:

<u>Names and Title</u>	<u>Addresses</u>
Shawn Carey	1941 Mitchellbrook Lane Casselberry, FL 32707
Harry Corley	1375 State Road 436, Unit 1025 Casselberry, FL 32707
William Alan Watts, Sr.	5670 N.W. 116 <sup>th</sup> Ave #210 Doral, FL 33178

**ARTICLE X**

The name and street address of the incorporator signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Kelly B. Mathis, Esq.	1200 Riveplace Blvd., Suite902 Jacksonville, FL 32207

**ARTICLE XI**

Subject to the limitations contained in the bylaws and any limitations set forth in Chapter 617 of the Florida Statutes, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the board of directors or by following the procedures set forth for such action in the bylaws.

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## **ARTICLE XII**

The property of this corporation is irrevocably dedicated to the purposes set forth in Article II herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer thereof or to the benefit of any private person, 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 purpose or purposes set forth in Article II herein.

## **ARTICLE XIII**

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, 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 such court shall determine, that are organized and operated exclusively for such purposes.


## **ARTICLE XIV**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a super-majority vote of the members of the corporation.

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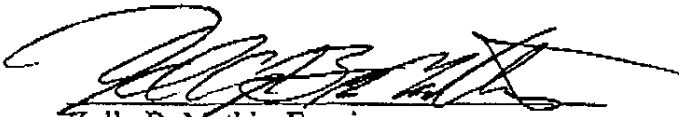
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.

  
\_\_\_\_\_  
Kelly B. Mathis, Esq.  
Incorporator

10/19/11  
Date

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for AMERICAN WAY OF MELBOURNE, INC. at the place designated in these Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position.

  
\_\_\_\_\_  
Kelly B. Mathis, Esquire  
Registered Agent

10/19/11  
Date

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