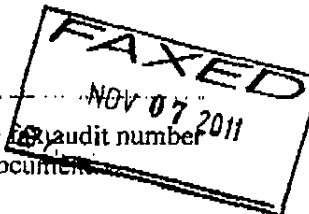


Division of Corporations

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Florida Department of State  
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Electronic Filing Cover Sheet



**Note:** Please print this page and use it as a cover sheet. Type the audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations  
Fax Number : (850) 617-6361

From:

Account Name : WILLIAM N. ASMA, P.A.  
Account Number : I20060000067  
Phone : (407) 656-5750  
Fax Number : (407) 656-0486

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\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: Nick. asma @ asmapa. com

## FLORIDA PROFIT/NON PROFIT CORPORATION

Central Florida Services, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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November 8, 2011

WILLIAM N. ASMA, P.A.

SUBJECT: CENTRAL FLORIDA SERVICES, INC.  
REF: W11000056889

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

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.

The document number of the name conflict is P92000006062 (CENTRAL FLORIDA SERVICE, INC.).

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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.

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WILLIAM N ASMA PA

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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. #: H11000265575  
Letter Number: 811A00025334

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**ARTICLES OF INCORPORATION  
OF  
CENTRAL FLORIDA INTEGRITY, INC,**

The undersigned acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

**ARTICLE I - NAME AND ADDRESS OF CORPORATION**

The name of the corporation shall be Central Florida Integrity, Inc. The address of the corporation shall be 884 South Dillard Street Winter Garden, Florida 34787.

**ARTICLE II - CORPORATE NATURE**

This is a nonprofit corporation, organized solely for charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

**ARTICLE III - DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV - GENERAL AND SPECIFIC PURPOSES**

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."
2. The specific purpose for which this corporation is organized is to provide educational and outdoor recreational activities in a safe, clean and inviting environmental for people of all ages through sound business and management practices.
3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
4. All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization

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under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE V - AUTHORIZED MEMBERSHIP CERTIFICATES**

A. This corporation shall be authorized but not required to issue membership certificates.

B. Except as otherwise prescribed by Florida law, each certificate shall entitle the holder thereof to one vote.

#### **ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The initial number of Directors of the corporation shall be three (3) persons provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at the offices of the corporation on November 10, 2011 of each year or at such other place or date as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certification or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
William Neil Asma	884 South Dillard Street Winter Garden, Florida 34787

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Donald F. Tooley

5213 Butler Ridge Drive  
Windermere, Florida 34786

Donna F. Tooley

5213 Butler Ridge Drive  
Windermere, Florida 34786

B. Officers. The names and addresses of the initial Officers are as follows:

William Neil Asma  
884 South Dillard Street  
Winter Garden, Florida 34787

Chairman

Donald F. Tooley  
5213 Butler Ridge Drive  
Windermere, Florida 34786

Vice Chairman

Donna F. Tooley  
5213 Butler Ridge Drive  
Windermere, Florida 34786

Secretary/Treasurer

The Officers named herein shall hold office until the first meeting of members at which time an election of Officers shall be held.

#### ARTICLE VII - EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 in Article IV hereof.

B. 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 behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

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**ARTICLE VIII - DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively not for profit as described in Chapter 617, Florida Statutes and as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IX - MEMBERSHIP**

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

**ARTICLE X - INCORPORATOR**

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
C. Nick Asma	884 South Dillard Street Winter Garden, Florida 34787

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**ARTICLE XI - AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporation Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation must be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by the procedure set forth in the By-Laws.

**ARTICLE XII - DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

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**ARTICLE XIII -REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 884 South Dillard Street, Winter Garden, Florida 34787 and the name of its registered agent at said address shall be C. Nick Asma, Esquire

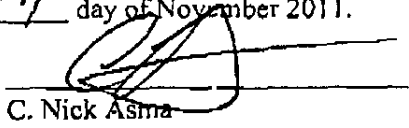
**ARTICLE XIV - AMENDMENT OF ARTICLES**

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 in the manner set forth in the By-Laws of this corporation.

**ARTICLE XV DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization if then located, exclusively for such purposes of to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF The undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 7 day of November 2011.

  
C. Nick Asma

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared C. Nick Asma known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and she acknowledged that she subscribed the said instrument for the uses and purposes set forth herein. WITNESS my hand and official seal in the County and State aforesaid this 7 day of November 2011.

  
Notary Public

My commission Expires:





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WILLIAM N ASMA PA

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Having been named as Registered Agent for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of statutes relative to the property and complete performance of my duties.

  
C. Nick Asma

Date: 11.7.11

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