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EFFECTIVE DATE 1-1-12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 NOV 14 PM 1:59

Ps 11/16/11

COVER LETTER

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

SUBJECT: The Passage, 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: Karen Bradt

Name (Printed or typed)

1071 Candlelight Blvd #C46

Address

Brooksville, FL 34601

City, State & Zip

386-682-4398

Daytime Telephone number

kebradt@earthlink.net

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

RECEIVED

11 NOV 14 PM 2:24

DIVISION OF CORPORATIONS

October 31, 2011

KAREN BRADT
1071 CANDLELIGHT BLVD #C46
BROOKSVILLE, FL 34601

SUBJECT: THE PASSAGE, INC.
Ref. Number: W11000055539

We have received your document for THE PASSAGE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

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.

Please return 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) 245-6901.

Pamela Smith
Regulatory Specialist II

Letter Number: 611A00024748

ARTICLES OF INCORPORATION

OF

The Passage, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

11 NOV 14 PM 1:59

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a not for profit corporation under the laws of the state of Florida, Florida Statute 617, adopts and subscribes to the following articles of incorporation.

ARTICLE I

NAME/REGISTERED OFFICE

EFFECTIVE DATE 1-1-12

The name of this corporation shall be "The Passage, Inc", located at 9238 Hidden Water Circle Riverview, FL 33578.

ARTICLE II

PURPOSE

This corporation is organized exclusively for charitable and educational purposes, more specifically to.

A. Provide comprehensive behavioral health services within the meaning of Section 501c3 of the IRS as now enacted, or hereinafter amended, including for such purposes but not limited to the making of distributions to organizations that may also qualify as Section 501c3 exempt organization and including:

- Therapeutic Residential Care
- Independent Living Skills Training
- Psychiatric and Counseling Services
- Consultation Services
- AfterCare transition Services
- Vocational Training
- Day treatment

B Conduct other such tasks, programs or initiatives as are incidental to the foregoing or which are necessary and desirable to facilitate the corporations objectives.

To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III

EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. 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 to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, 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.

ARTICLE IV

DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V

MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have membership as defined by the bylaws. The management of the affairs of the corporation shall be vested in a Board of Directors numbering at least 3, as defined in the corporation's bylaws and whom shall be elected in accordance with Florida Statute 617. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is 5, their names and addresses being as follows:

Name: Leighya McGregor, MA
Registered Mental Health Intern
Address: 10307 Venitia Real Ave #310
Tampa, FL 33647

Name: Karen Bradt, MSW
Registered Clinical Social Work Intern
1071 Candlelight Blvd #C46
Brooksville, FL 34601

Name: Phoebe Brown, MPA
Address: 634 North Street
Daytona Beach 32114

Name: David L Thomas, PhD
Address: 3910 W Alva Street
Tampa, FL 33614

Name: Maralee Walsh-McDaniel, PhD,
MSW
Address: 131 Brownstone Lane
Palm Coast, FL 32137

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI

PERSONAL LIABILITY

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation per Florida Statute 617.0834 of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII

DISSOLUTION

Upon the dissolution of the organization, its assets remaining after payment or provision for payment of all debts and liabilities, 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 a public purpose. Any such assets not disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VIII

EFFECTIVE DATE

The effective date of this corporation is January 1st, 2012.

ARTICLE IX

INCORPORATOR(S)

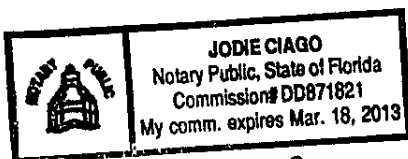
The incorporator/registered agent of this corporation is:

Karen Bradt
1071 Candlelight Boulevard, Apt C46
Brooksville, FL 34601

We the undersigned, being the incorporator(s) of this organization and including all the persons herein named as subscribers of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida execute these articles of incorporation on this 9th day of November 2011.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities of Registered Agent. I submit this document and affirm that the facts herein are true. I am aware that any false information submitted in a document to the Department of the State constitutes a third degree felony as provided for in s.817.155 F.S.

Signature Karen Bradt MSW Date 11/9/11
Karen Bradt, MSW



Jodie Ciago
11.9.2011

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 NOV 14 PM 1:59