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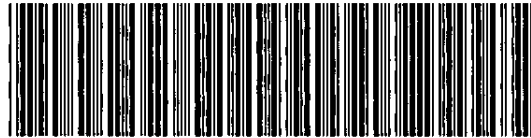
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Michael E. Dean, P.A.
mike@deanfirm.com

May 1, 2012

Registration Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re: Transitions Life Center & Community, Inc. – a Florida non-profit corporation

To Whom It May Concern:

Enclosed herewith please find the Articles of Organization for the above-referenced non-profit corporation, along with our check in amount of \$70.00 to cover the cost of filing.

Please return the notice of filing in the enclosed self-addressed and stamped envelope.

Should you have any questions, please feel free to contact me.

Sincerely yours,
Dean Law Firm, LLC

A handwritten signature in black ink, which appears to read "Amanda Phillips". The signature is fluid and cursive.

Amanda Phillips, FRP
Florida Registered Paralegal

:akp

ARTICLES OF INCORPORATION
OF
TRANSITIONS LIFE CENTER & COMMUNITY, INC.
FLORIDA NON-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE I

Corporate Name

The name of this Corporation is **TRANSITIONS LIFE CENTER & COMMUNITY, INC.**, hereinafter referred to as the "Corporation". The Corporation's principal office address is located at 8285 SE 3rd Court, Ocala, Florida 34480 and mailing address is 8285 SE 3rd Court, Ocala, Florida, 34480.

ARTICLE II

Corporate Nature

This is a non-profit Corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes, 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 section of any future federal tax code.

ARTICLE IV

Purposes

The primary purpose for which this Corporation is formed is to enrich the lives of physically and mentally impaired adults. Notwithstanding any other provision 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, 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.

ARTICLE III

Organization

The Corporation, is organized pursuant to Section 237.40, Florida Statutes, as a direct-support organization. The Corporation is organized to operate exclusively to receive, hold, invest, and administer property and to make expenditures to or for the benefit of mentally and physically impaired adults.

Notwithstanding any other provisions of these Articles of Incorporation and By-laws, this Corporation is organized exclusively for mentally and physically impaired adults, 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 the corresponding section of any future federal tax code.

The Corporation shall operate as a Corporation not for profit under Chapter 617, Florida Statutes, and as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as may be amended from time to time. Accordingly, no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 II above and this Article III. No substantial part of the activities of the Corporation shall be the carrying on or 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on or other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(#) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

Membership

The Corporation shall have classes of membership as may be determined from time to time by the Board of Directors.

ARTICLE V

Duration

The term of existence of the Corporation is perpetual unless sooner dissolved as provided by law.

ARTICLE VI

Directors, Officers and Executive Committee

(A) Board of Directors. The affairs of the Corporation shall be managed by a Board of Directors of not less than four directors. Their number, qualifications, terms of office and manner of selection shall be fixed by the By-Laws of the Corporation duly adopted by the members.

(B) Officers. The Officers of the Corporation shall be the President, President-elect, Secretary and Treasurer; however, the By-laws may provide that the offices of the Secretary and/or Treasurer may be held by the same person. The officers shall be elected annually by the Board of Directors; shall serve for not more than two (2) years; and shall have served on the Board at least one (1) year prior to taking office.

(C) Executive Committee. There shall be an Executive Committee consisting of the Officers; the immediate Past President; and the chairs of the Standing Committee as designated by the Board of Directors. The Executive Committee shall supervise the affairs of the Corporation, including the power to authorize expenditures of the Corporation funds.

ARTICLE VII

The names and residence addresses of the subscribers and incorporators of this charter are:

Michael A. Paglia – 8285 SE 3rd Court, Ocala, FL 34480

ARTICLE VIII

Initial Officers

The names of the officers who are to manage the affairs of this Corporation until the first annual meeting of the Corporation are:

Michael A. Paglia
Linda L. Paglia

Stephen H. Mackenzie
Phyllis B. Mackenzie

ARTICLE IX

Initial Registered Agent and Office

A. The street address of the initial registered office of the Corporation is : 8285 SE 3rd Court, Ocala, FL 34480.

B. The name of the initial registered agent of the Corporation at the Corporation's initial registered office is: Michael A. Paglia.

ARTICLE X

Initial Board of Directors

The following persons shall constitute the initial Board of Directors of the Corporation until the election of their successors pursuant to the By-Laws:

Michael A. Paglia
Linda L. Paglia

Stephen H. Mackenzie
Phyllis B. Mackenzie

ARTICLE XI

By Laws

The Corporation shall have the By Laws consistent with these Articles of Incorporation. The By Laws of the Corporation are to be made, amended or rescinded by the Board of Directors as set forth in the By Laws.

ARTICLE XII

Amendment to Articles of Incorporation

Amendments to the Articles of Incorporation of the Corporation may be adopted at any regular or special meeting of the board of Directors as follows:

A. Special Meeting. Each Director shall be given at least two (2) days written notice of the date, time and place of the special meeting and that one of the purposes of the meeting is to consider amendments.

B. Regular Meeting. Each Director must be given at least two (2) days written notice that an item of business at the meeting is to consider amendments; or, in the alternative, an announcement shall be made at the regular meeting immediately prior to the regular meeting that one of the items of business at the next regular meeting is to consider amendments and such announcement shall be noted in the minutes of the meeting.

C. These Articles of Incorporation may be amended by a two-thirds (2/3) vote of Directors present.

ARTICLE XIII

Dissolution

Upon the dissolution of the Corporation, all of the remaining assets of this Corporation shall be distributed to Hillcrest School of Ocala, Florida, and if the Hillcrest School of Ocala, Florida is not then in existence, then for such one or more exempt purposes within the meaning of Section 501(c)(3) of the code, or corresponding section of any future federal tax laws, or shall be distributed to federal, state or local governments for public purposes. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in which the principal office of the Corporation is then located, exclusively for such purposes.

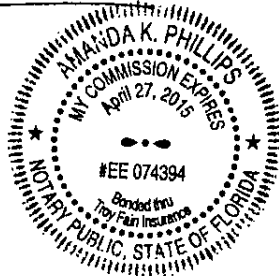
IN WITNESS WHEREOF, these Articles of Incorporation have been executed this the _____ day of April, 2012.

TRANSITIONS LIFE CENTER &
COMMUNITY, INC.

By: *Michael A. Paglia*
Michael A. Paglia, Incorporator

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me on the 25 day of April, 2012 by Michael A. Paglia, Incorporator of Transitions Life Center & Community, Inc. who is personally known to me or has produced _____ as identification.



Amanda K. Phillips
NOTARY PUBLIC

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for **TRANSITIONS LIFE CENTER & COMMUNITY, INC.**, I hereby accept the designation and agree to act as the Registered Agent of said Corporation.

DATED this 25 day of April, 2012.

Michael A. Paglia
Michael A. Paglia

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TALLAHASSEE, FLORIDA