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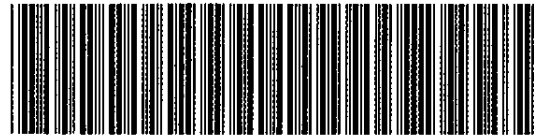
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TAMPA
ATLANTA
LAKELAND
FORT MYERS

ROBERT B. BENNETT
WARREN K. SPONSER *
GWEN G. JACOBS
DAVID W. ADAMS +

* ALSO ADMITTED IN GEORGIA
+ BOARD CERTIFIED IN LABOR
AND EMPLOYMENT LAW

KERRY J. ANDERSON
JOHN F. WENDEL
OF COUNSEL

JAN S. STOUT
ADMINISTRATOR

KAREN E. FERGUSON
KATHERINE M. GAVAGAN
ZACHARY J. GLASER
KEVIN M. HAMMER
DAVID A. HAYES
VANESSA J. JOHNSON
JANELLE G. KOREN
WILLIAM F. MCFETRIDGE *
JUSTIN N. SHINDORE

November 1, 2012

Department of State
Division of Corporations
Clifton Building
2661 Executive Center
Tallahassee, Florida 32301

RE: UNITED AGAINST EATING DISORDERS, INC.
SBJA File No.: 2012-11618

Ladies and Gentlemen:

Enclosed please find the following documents:

1. Original and one (1) copy of the Articles of Incorporation of United Against Eating Disorders, Inc., and
2. A check in the amount of \$78.75 payable to "Division of Corporations" for filing fee and a certified copy.

Please do the following:

1. File the original Articles of Incorporation, prepare a certified copy of same, and send the certified copy to the undersigned by regular mail
2. If you have any questions or further requirements with respect to these enclosures, please retain them pending your immediate telephonic contact with the undersigned.

Thank you for your attention to this matter.

Sincerely,
SPONSER, BENNETT, JACOBS &
ADAMS, P.A.

John F. Wendel

JFW:jad/AC032A0CEAC46731
enclosures

cc: Lisa G. Hatten (w/enclosures)

REPLY TO: LAKELAND

TAMPA POST OFFICE BOX 3300 • TAMPA, FLORIDA 33601 • PHONE: 813.272.1400 • FAX: 866.844.4703

ATLANTA 1230 PEACHTREE STREET, NE, SUITE 1900 • ATLANTA, GA 30309 • PHONE: 404-942-2550 • FAX: 404-942-2551

LAKELAND 336 WEST HIGHLAND DRIVE • SUITE 4 • LAKELAND, FLORIDA 33813 • PHONE: 863.644.9811 • FAX: 863.644.9804

FORT MYERS 13180 NORTH CLEVELAND AVENUE, SUITE 321 • NORTH FORT MYERS, FLORIDA 33903 • PHONE: 239.656.8617 • FAX: 239.656.8618

WWW.SPONSERBENNETT.COM

EFFECTIVE DATE 01/01/2013

**ARTICLES OF INCORPORATION
OF
UNITED AGAINST EATING DISORDERS, INC.**

The undersigned incorporator, to form a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, *Florida Statutes*, hereby adopts the following Articles of Incorporation.

**ARTICLE I.
NAME**

The name of the corporation is **UNITED AGAINST EATING DISORDERS, INC.**

**ARTICLE II.
COMMENCEMENT OF CORPORATE EXISTENCE**

The existence of the corporation shall commence on January 1, 2013.

**ARTICLE III.
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the corporation and the mailing address of the corporation is 212 Kenwith Road, Lakeland, Florida 33803.

**ARTICLE IV.
PURPOSES**

The corporation is organized and shall operate exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding Section of any prior or future Internal Revenue Code. Consistent with such limitations, the purposes of the corporation shall be to raise public awareness regarding all forms of eating disorders, their causes and effects; to provide community education pertaining to the many forms of eating disorders including, but not limited to, anorexia, binge eating, Bulimia, eating disorders not specified, and obesity; to educate, train, raise the awareness of, inform, and prepare members of communities and charitable, educational, governmental, scientific, and health related institutions in the appropriate methods and procedures to be employed to benefit the health of those who are burdened with all forms of eating disorders; to raise funds for eating disorder treatment, enabling those who cannot afford such treatment to receive this much needed, potentially life-saving care; to initiate the conduct of scholarly research within the field of eating disorders; to create, develop, maintain, and utilize methods or procedures by which scholarly studies may be brought to the attention of the public; to create a readily understandable and highly reliable accreditation process to identify ethical and medically approved quality eating disorder treatment programs; and to develop and sponsor interviews with noted specialists within the field of treating persons with eating disorders and the production of documentaries and public services announcements for public viewing and education. Appropriate classes, meetings,

seminars, training courses, and other activities designed to achieve the purposes of the corporation also may be offered by the corporation.

ARTICLE V. MEMBERS

The corporation shall not be obligated or required to have any members. Nonetheless, should the board of directors of the corporation determine that the corporation shall have members, the method of selecting and admitting members, the criteria for membership, the classification of members, the designation of such class or classes of members, the qualifications, limitations, and rights of the members of each class, the quorum and voting requirements for meetings and activities of members, and the notice requirements sufficient to provide notice of meetings and activities of members shall be as set forth in the Bylaws of the corporation.

ARTICLE VI. BOARD OF DIRECTORS

The business and property of the corporation shall be managed by the board of directors of the corporation which shall have full and absolute control over the affairs of the corporation and shall be authorized to exercise all of the corporate powers of the corporation. The board of directors shall carry out the purposes of the corporation in compliance with the Articles of Incorporation and the Bylaws of the corporation. The method of electing the directors of the corporation shall be as stated in the Bylaws of the corporation. The number of directors of the corporation may be increased or decreased from time to time and at any time, but the corporation shall never have less than three (3) directors. No director shall be compensated for the performance of his or her duties as a director, but a director may be reimbursed for expenses reasonably and necessarily incurred in the performance of his or her duties as a director in accordance with the Bylaws of the corporation. The board of directors of the corporation shall, by two-thirds (2/3rds) vote of the remaining members of the board of directors, whether or not a quorum is present, have the right to remove, with or without cause, any director and to replace any director so removed.

ARTICLE VII. OFFICERS

The officers of the corporation shall consist of a president, a vice president, a secretary, and a treasurer, and such other officers as the board of directors, from time to time and at any time, shall deem necessary. Any two (2) or more offices may be held by the same person. All officers shall be members of the board of directors of the corporation. All officers shall be elected by the board of directors of the corporation annually at the annual meeting of the board of directors of the corporation. Officers (including an officer who is also a member of the board of directors of the corporation) may be compensated for the performance of his or her duties as an officer as determined by the board of directors of the corporation. Officers may be reimbursed

for expenses reasonably and necessarily incurred in the performance of their duties as officers as determined by the board of directors of the corporation. The board of directors of the corporation shall, by majority vote, have the right to remove, with or without cause, any officer and to replace any officer so removed.

ARTICLE VIII. LIMITATIONS AND PROHIBITED ACTIVITIES

The corporation shall be bound by the following:

A. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, nor to the benefit of any private individual or entity;

B. The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding Section of any prior or future Internal Revenue Code;

C. In the event of the dissolution of the corporation, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes exclusively;

D. No substantial part of activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation; and

E. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE IX. INDEMNITY OF DIRECTORS AND OFFICERS

The corporation shall indemnify any director or any officer for any acts or alleged acts committed or allegedly committed by such director or officer while serving in his or her capacity as a director or as an officer of the corporation to the extent permitted by Florida and federal law.

ARTICLE X. BYLAWS

The Bylaws of the corporation shall be adopted, altered, amended, repealed, or revised only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

**ARTICLE XI.
INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent of this corporation is John F. Wendel, Suite 4, 336 West Highland Drive, Lakeland, Florida 33813.

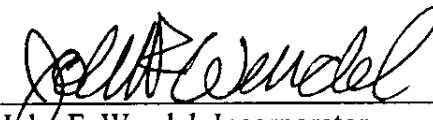
**ARTICLE XII.
INCORPORATOR**

The name and address of the sole incorporator of this corporation is John F. Wendel, Suite 4, 336 West Highland Drive, Lakeland, Florida 33813.

**ARTICLE XIII.
AMENDMENTS TO
ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended or restated only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on this 1st day of November, 2012.



John F. Wendel, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, John F. Wendel, having been named to serve as registered agent for **UNITED AGAINST EATING DISORDERS, INC.**, do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.

DATED this 1st day of November, 2012.



John F. Wendel, Registered Agent