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**FLORIDA PROFIT/NON PROFIT CORPORATION
FAMILY EXTENDED CARE OF AMELIA ISLAND, INC.**

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6

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**ARTICLES OF INCORPORATION
OF
FAMILY EXTENDED CARE OF AMELIA ISLAND, INC.
(a Florida Not-For-Profit Corporation)**

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ARTICLE I - Name

The name of this corporation is FAMILY EXTENDED CARE OF AMELIA ISLAND, INC.

ARTICLE II - Corporate Existence

The existence of this corporation shall commence on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - Principal Place of Business and Mailing Address

The principal place of business and the mailing address of this corporation shall be:

2700 West 81st Street
Hialeah, Florida 33016

ARTICLE IV - Purpose

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are as follows:

A. This corporation is a corporation not for profit as defined in the Florida Not For Profit Corporation Act. The corporation is not formed for pecuniary profit.

B. This corporation is authorized to engage in any lawful activity for which not for profit corporations may be organized under the laws of the State of Florida and shall have all the powers vested in a not for profit corporation organized under and existing by virtue of the laws of the State of Florida.

C. This corporation is organized and operated exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of Internal Revenue Code Section 501(c)(3) or the corresponding section of any future federal tax code.

ARTICLE V - Limitation

No part of the net earnings, gains or assets of the corporation shall inure to the benefit or be distributable to its trustee, directors or officers, or other private individuals, or organizations organized and operated for a profit; provided, however, 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 4, hereof, to the extent permitted by law. 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) of any political campaign on behalf of or in opposition to any candidate for public office.

Prepared by: Roy R. Lustig, Esq.
Fla. Bar No.: 280070
28 West Flagler Street, Suite 710
Miami, Florida 33130

ARTICLE VI - Members

The corporation shall have such officers as are specified in the By-Laws of the corporation.

ARTICLE VII - Initial Registered Office and Agent

The Street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>Registered Agent</u>	<u>Street Address of Registered Office</u>
Roy R. Lustig, Esq.	28 West Flagler Street Suite 710 Miami, Florida 33130

ARTICLE VIII - Board of Directors

The management of this corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than three. The manner of election of Directors of the corporation shall be provided in the By-Laws of the corporation.

ARTICLE IX - Dissolution

In the event of dissolution or final liquidation of this corporation, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation to one or more of the following categories of recipients as the Board of Directors of the corporation shall determine:

(a) a nonprofit organization or organizations which may have been created to succeed the corporation as long as such organization or each such organization shall then qualify as a governmental unit under Internal Revenue Code Section 170(c) or as an organization exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3); and/or

(b) a nonprofit organization or organizations having similar aims and objects as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each such organizations shall then qualify as a governmental unit under Internal Revenue Code Section 170(c) or as an organization exempt from federal income taxation under Internal Revenue Code Sections 501(a) as an organization described in Internal Revenue Code Section 501(c)(3); and

(c) 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 said Court shall determine, which are operated exclusively for such purposes.

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ARTICLE X - Incorporator

The name and address of the person signing these articles:

<u>Name</u>	<u>Address</u>
Joseph Aniello, Ed.D. President and CEO	2700 West 81 st Street Hialeah, Florida 33016

ARTICLE XI - Indemnification

The corporation shall indemnify all officers and directors to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this
3rd day of December, 2014.



JOSEPH ANIELLO, Ed.D.

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