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COVER LETTER

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

SUBJECT: Community Alliance of Citrus County, 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

\$87.50

Filing Fee & Certified Copy

Filing Fee, Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

FROM: Renea Teaster

Name (Printed or typed)

110 North Apopka Avenue

Address

Inverness, FI 34452

City, State & Zip

(352) 341-7075

Daytime Telephone number

facilitator@citrusalliance.org

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF COMMUNITY ALLIANCE OF CITRUS COUNTY, INC. (A Corporation Not-For-Profit)

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 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 1

The name of the corporation (the "Corporation") is Community Alliance of Citrus County, Inc.

ARTICLE II

This Corporation shall have perpetual existence, unless sooner dissolved by law. The initial principal office street address for the Corporation is 110 N. Apopka Avenue, Inverness, Florida 34450, and the mailing address of the Corporation is 110 N. Apopka Avenue, Inverness, Florida 34450.

ARTICLE III

The general purposes for which the Corporation is organized are the following:

To work with community based organization and agencies to ensure nurturing of the living environment, to include but not be limited to the preservation and protection of our children, adults, and families. Said corporation is organized exclusively for charitable, religious, educational and scientific purposes related to providing a network of resources across the area which helps to promote strategic planning, partnerships, generates referrals and assists in implementing best practices to benefit the residents of Citrus County, 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.

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 III hereof. 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

ARTICLES OF INCORPORATION OF COMMUNITY ÁLLIANCE OF CITRUS COUNTY, INC. (A Corporation Not-For-Profit) Page 2 of 7

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 any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) 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

The members of the Corporation shall consist of agencies or organizations that serve individuals and families in the health and social services fields, or have some type of relation to those fields. The qualifications for membership in the Corporation shall be as provided in the Bylaws.

<u>ARTICLE V</u>

The number of directors constituting the Board of Directors of the Corporation shall be as provided in the Bylaws, provided, however, the number of directors shall not be less than three (3). The manner in which the Directors are to be elected or appointed shall be as stated in the Bylaws of the Corporation. The names and addresses of the persons who are to serve as initial Directors until the first annual meeting of the Corporation or until their successors are elected, are:

Patricia V. Thomas 110 N. Apopka Avenue Inverness, Florida 34450

Amy Meek 1205 NE 5th Street Crystal River, Fl 34429

Cara Meeks 437 E. Savoy Street Lecanto, Florida 34461

ARTICLES OF INCORPORATION OF COMMUNITY ALLIANCE OF CITRUS COUNTY, INC. (A Corporation Not-For-Profit) Page 3 of 7

ARTICLE VI

The officers and their manner of election shall be as provided in the Bylaws. The initial persons who are to serve as officers of the Corporation until the first meeting of the Executive Board or until their successors are elected are:

Chair of Executive Board: Patricia V. Thomas

Treasurer: Tobey Phillips

Secretary: Lisa McCafferty

ARTICLE VII

Title to all property of the Corporation shall be held in the name of the Corporation or as otherwise may be provided pursuant to the authority of the Bylaws of the Corporation. Any gift, bequest, devise or donation of any kind whatsoever to the Corporation or its Executive Board shall be deemed to vest title in the Corporation.

The Corporation shall have no capital stock and shall declare no dividends, and the profits, or other income, if any, of the Corporation, from whatever source, shall be used solely in promoting the purposes thereof, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, in any manner of profit to the Directors, Officers, or Members of this Corporation. However, nothing herein shall prohibit the payment in good faith of reimbursement to any Director, Officer, or Member for out of pocket expenses or reasonable compensation for services actually rendered on behalf of the Corporation.

ARTICLE VIII

The name and address of the Corporation's registered agent is:

Renea Teaster 110 N. Apopka Avenue Inverness, Florida 34450

ARTICLE IX

These Articles may be amended as provided in the Bylaws.

ARTICLES OF INCORPORATION OF COMMUNITY ALLIANCE OF CITRUS COUNTY, INC. (A Corporation Not-For-Profit) Page 4 of 7

ARTICLE X

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to one or more organizations qualified as exempt under section 501(c)(3) of the Code.

ARTICLE XI

The name and address of the incorporator is:

Patricia V. Thomas 110 N. Apopka Avenue Inverness, Florida 34450

ARTICLE XII

Section 1. Prohibition on Private Inurement. Notwithstanding any other provision of these Articles to the contrary, no part of the net earning, current or accumulated or property of the Corporation shall inure to the benefit of, or be distributed to, any member (other than a member which is exempt from federal income tax under section 501 (c)(3) of the Code), director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payment and distributions in furtherance of the purposes set forth in these Articles.

Section 2. Prohibition on Dividends. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not have the power to declare dividends.

Section 3. Limitation on Lobbying Activities. Notwithstanding any other provision of these Articles to the contrary, no substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation.

Section 4. Prohibition on Intervening in Political Campaigns. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not participate in, or intervene in (including the publishing or distribution of

ARTICLES OF INCORPORATION OF COMMUNITY ALLIANCE OF CITRUS COUNTY, INC. (A Corporation Not-For-Profit) Page 5 of 7

statements) any political campaign on behalf of any candidate for public office.

Section 5. Tax-Exempt Status. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 50l(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Code.

ARTICLE XIII

Notwithstanding any other provision of these Articles to the contrary, during such period, or periods, as the Corporation is treated as a "private foundation" pursuant to section 509 of the Code, the Corporation must comply with the following:

Section 1. Taxable Distributions. The Corporation shall distribute its net revenues at such time and in such manner so as not to subject the Corporation to tax under section 4942 of the Code.

Section 2. Self-Dealing. The Corporation shall be prohibited from engaging in any act of self-dealing (as defined in section 4941(d) of the Code).

Section 3. Excess Business Holdings. The Corporation shall be prohibited from retaining any excess business holding (as defined in section 4941(d) of the Code) which would subject the Corporation to tax under section 4945 of the Code.

Section 4. Jeopardizing Investments. The Corporation shall be prohibited from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under section 4944 of the Code. Further, the Corporation shall be prohibited from retaining any assets which would subject the Corporation to tax under section 4944 of the Code if the Directors have acquired such assets.

Section 5. Taxable Expenditures. The Corporation shall be prohibited from making any taxable expenditures (as defined in section 4945(d) of the Code).

ARTICLES OF INCORPORATION OF COMMUNITY ALLIANCE OF CITRUS COUNTY, INC. (A Corporation Not-For-Profit) Page 6 of 7

ARTICLE XIV

The effective date for the Corporation shall be January 1, 2015.

ARTICLE XV

The Corporation shall indemnify any officer, director or employee, or any former officer, director or former employee, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and seal this <u>18</u> day of <u>December</u>, 2014, for the purpose of forming this corporation not-for-profit under the Florida Not for Profit Corporation Act.

Patricia V. Thomas

ARTICLES OF INCORPORATION OF COMMUNITY ALLIANCE OF CITRUS COUNTY, INC. (A Corporation Not-For-Profit) Page 7 of 7

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Community Alliance of Citrus County, Inc.

2. The name and address of the registered agent and office is:

Renea Teaster 110 N. Apopka Avenue Inverness, Florida 34450

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate hereby accept the appointment as registered agent and agree to act. in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Kenec hater
Renea Teaster

Dated: <u>Occarber</u> 11, 2014