

Florida Department of State
 Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Arbor Pointe Foundation, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ARBOR POINTE FOUNDATION, INC.**

The undersigned, with other persons being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE 1
NAME AND ADDRESS**

The name of this corporation is ARBOR POINTE FOUNDATION, INC. The principal business address and the mailing address of the corporation is 1000 Arbor Lake Drive, Naples, FL 34110.

**ARTICLE 2
PURPOSES**

The general nature of the objects and purposes of this corporation shall be:

1. To improve the quality of life for employees of Arbor Pointe Management, LLC by providing assistance with education expenses and financial hardship situations.
2. To do any and all things necessary and appropriate in connection with the foregoing purposes and incidental thereto.
3. The corporation's purposes are hereby limited in such a manner as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or under any corresponding provision of any subsequent federal tax laws, covering the distribution to organizations qualified as tax-exempt organizations under the Code, including a supporting organization under Section 509(a)(3) of the Code.

**ARTICLE 3
MEMBERSHIP**

The Corporation shall have no members.

**ARTICLE 4
TERM OF EXISTENCE**

This corporation shall commence upon the filing of these Articles and shall exist perpetually thereafter.

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ARTICLE 5
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles Daniel Edenfield	1000 Arbor Lake Drive Naples, FL 34110

ARTICLE 6
BOARD OF DIRECTORS

1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five (5) Directors initially. The number of Directors may be increased or decreased from time to time, by the Bylaws but shall never be less than three (3).

2. The Board of Directors shall be elected and hold office in accordance with the Bylaws.

3. The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
David McCarthy	1000 Arbor Lake Drive Naples, FL 34110
Gordon Svoboda	1000 Arbor Lake Drive Naples, FL 34110
Carl Steinhouse	1000 Arbor Lake Drive Naples, FL 34110
Mary Coulson	1000 Arbor Lake Drive Naples, FL 34110
Richard Johnson	1000 Arbor Lake Drive Naples, FL 34110
Bill Rice	1000 Arbor Lake Drive Naples, FL 34110

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ARTICLE 7
BYLAWS

The Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Amendments to the Bylaws shall be made in accordance with the terms of the Bylaws.

ARTICLE 8
AMENDMENTS

These Articles of Incorporation may be amended by a majority of the Directors at a duly called meeting.

ARTICLE 9
DISSOLUTION OF CORPORATION

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation. In the event of dissolution of this corporation, none of the assets shall be distributed to any Director or officer of the corporation; instead, the Board of Directors, after paying or making provision for the payment of all liabilities of this corporation, shall distribute the assets remaining to shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Code, or to the Federal Government, or to a State or local government, for a public purpose. Upon dissolution of the Corporation, none of the assets shall be distributed to any Director or officer of the corporation.

ARTICLE 10
MISCELLANEOUS

1. No part of the net earnings or assets of the corporation shall inure to the benefit of any individual, member, director, or officer, 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 2 hereof.

2. 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) any political campaign on behalf of or in opposition to any candidate for public office.

3. 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 Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or under any corresponding provision of any subsequent federal tax laws.

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4. The corporation may by its Bylaws make any other provisions or requirements for the arrangement or conduct of its business, provided the same are not inconsistent with these Articles of Incorporation, nor contrary to the laws of the state of Florida or of the United States.

ARTICLE 11
DESIGNATION OF REGISTERED AGENT

The initial registered agent of this corporation for the purpose of accepting service of process within this State shall be:

NAME

ADDRESS

Charles Daniel Edenfield

1000 Arbor Lake Drive
Naples, FL 34110

The undersigned incorporator has hereunto set his hand and seal this ____ day of April 2015, for the purpose of forming this corporation not for profit under the laws of the state of Florida.



Charles Daniel Edenfield, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties 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.



Charles Daniel Edenfield,
Registered Agent

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