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FLORIDA PROFIT/NON PROFIT CORPORATION
MENTAL HEALTH RIGHTS ADVOCACY, INC.

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MAY 5 2015

S. GILBERT

**ARTICLES OF INCORPORATION
OF
MENTAL HEALTH RIGHTS ADVOCACY, INC.
(A Florida Non-Profit Corporation)**

The undersigned, hereby make these Articles of Incorporation under Chapter 617, Florida Statutes, and to that end do hereby adopt the following its Articles of Incorporation as follows:

**ARTICLE I
NAME**

The name of this corporation is MENTAL HEALTH RIGHTS ADVOCACY, INC., its principal address is 609 Bay Avenue, Clearwater, Florida 33756, and its mailing address is P.O. Box 1811, Clearwater, Florida 33757 (the "Corporation").

**ARTICLE II
NOT-FOR-PROFIT CORPORATION**

This corporation is organized as a not for profit corporation, pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

**ARTICLE III
PURPOSE**

This Corporation is organized exclusively to promote social welfare through mental health rights advocacy in the State of Florida within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 and is not formed for pecuniary profit or financial gain of its members, officers, directors or any person. Subject to such express limitations, the Corporation's general activities shall be:

(i) to work with individuals and organizations in an effort to educate the community regarding their rights related to mental health issues and to act as an advocate for individuals in need of mental health rights advocacy;

(ii) to provide educational materials and related information to individuals, families and interested persons dealing with mental health issues via an online website, telephone hotline or through other communication methods;

(iii) to serve as a resource for individuals, families and members of the Tampa Bay Florida community who have an interest in or need assistance with accessing services and information related to mental health advocacy;

(iv) to act as a liaison to professional service providers, service agencies and organizations that assist individuals with mental health needs and assist such persons obtain public records from governmental agencies;

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(v) provide such other services for the benefit of the community and its residents in crisis or need of mental health related services as shall be approved by its Board of Directors; and

(vi) to carry out its activities exclusively for educational, and social welfare purposes.

The Corporation may receive, administer and distribute funds to further the exempt purposes set forth above, within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended and, to that end, the Corporation is empowered to hold any property or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws.

The Corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for political office to an extent that would disqualify it from tax-exemption under Section 501(c)(4) of the Internal Revenue Code. Notwithstanding any provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law). The Corporation is not organized for pecuniary profit or for the primary purpose of carrying on a trade or business for profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any individual.

ARTICLE IV MEMBERS

The Corporation may have members that are admitted to membership in accordance with the Bylaws of the Corporation.

ARTICLE V REGISTERED AGENT

The registered office of this Corporation is 1801 North Highland Avenue, Tampa, Florida, 33602 and the registered agent of the Corporation is Bush Ross Registered Agent Services, LLC.

ARTICLE VI BOARD OF DIRECTORS/OFFICERS

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Corporation, provided that there shall be a minimum of three directors at all times. Each member of the Board of Directors shall be elected in the manner and for the terms prescribed in the Bylaws and shall hold office until their respective successors are duly elected and qualified. The affairs of the Corporation shall be managed by this official board and the following officers:

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President, Vice-President, and Secretary/Treasurer, which officers shall be provided for in the Bylaws. Each officer shall be elected from time to time in accordance with the Bylaws and each officer shall hold office until his or her successor is elected and qualified.

ARTICLE VII **BYLAWS**

The Bylaws of this Corporation shall be made and adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors in a manner provided by the Bylaws.

ARTICLE VIII **USE OF CORPORATION FUNDS**

The property of this Corporation is irrevocably dedicated to not-for-profit purposes under the Florida Not For Profit Corporation Act and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private individual except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments of honorarium or other payments in furtherance of the purposes set forth in these Articles of Incorporation.

ARTICLE IX **DISTRIBUTIONS OF ASSETS**

In the event of the dissolution of this Corporation, no funds shall be distributed, directly or indirectly, to any member, officer or director of the Corporation. After paying or making provisions for the payment of the liabilities of the Corporation, any funds remaining shall be distributed as determined by the Board of Directors in accordance with (i) the provisions of Chapter 617 of the Florida Statutes; (ii) to entities which qualify as an exempt entity under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code; and (iii) the purposes for which the Corporation was organized.

ARTICLE X **AMENDMENTS**

These Articles of Incorporation may be amended in the manner prescribed by Chapter 617, Florida Statutes (or the corresponding provisions of any future Florida Corporation Not for Profit Statute).

ARTICLE XI **TERM**

The term of the Corporation shall be perpetual or until dissolved by due process of law.

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ARTICLE XII
INDEMNIFICATION

Each officer, director or employee of the Corporation shall be indemnified by the Corporation against expenses reasonably incurred by him or her in connection with any action, suit, or proceeding to which he or she is made a party by reason of his or her being, or having been an officer, director, or employee of the corporation provided he or she acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interest of the Corporation, and had no reasonable cause to believe his or her conduct was unlawful.

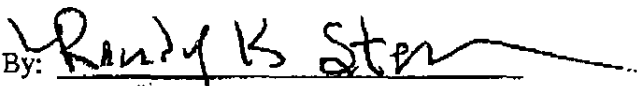
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation effective as of this 30th day of April, 2015.


Randy K. Sterns, Incorporator

CERTIFICATE DESIGNATING
REGISTERED AGENT

Pursuant to the provisions of §§48.091 and 607.0501, *Florida Statutes*, **MENTAL HEALTH RIGHTS ADVOCACY, INC.**, desiring to organize under the laws of the State of Florida, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

MENTAL HEALTH RIGHTS ADVOCACY, INC.

By: 
Randy K. Sterns, Incorporator

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named corporation and agrees to act as such in accordance with the provisions of §§48.091 and 607.0505, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT SERVICES, LLC

By: 
Randy K. Sterns, Vice President