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FLORIDA PROFIT/NON PROFIT CORPORATION

Encore at Avalon Park Foundation, Inc.

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**ARTICLES OF INCORPORATION
OF
ENCORE AT AVALON PARK FOUNDATION, INC.
a Florida Corporation not-for-profit**

The undersigned, acting as the incorporator of ENCORE AT AVALON PARK FOUNDATION, INC. (the "Corporation"), does hereby adopt the following Articles of Incorporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes:

**ARTICLE I
NAME OF CORPORATION, MAILING ADDRESS
AND ADDRESS OF PRINCIPAL OFFICE**

The name of the Corporation shall be the ENCORE AT AVALON PARK FOUNDATION, INC. The mailing address and principal office of the corporation is 3680 Avalon Park East Blvd., Suite 300, Orlando, Florida 32828.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 3680 Avalon Park East Blvd., Suite 300, Orlando, Florida 32828 and the name of the initial registered agent for the Corporation is Marybel Defillo.

**ARTICLE III
PURPOSES**

Section 1. The Corporation is formed exclusively for charitable purposes within the meaning of such phrase under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code (the "Code"), including for such purposes, without limitation, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code. The specific and primary purpose of the Corporation is to provide relief to the elderly poor, distressed or underprivileged in and around the Avalon Park community and in such other areas as the Board of Directors shall determine.

Section 2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 Section 1 above. 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. 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.

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ARTICLE IV
POWERS

The Corporation shall be authorized to exercise the powers permitted corporations not for profit under Chapter 617, Florida Statutes; provided, however, that the Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Code.

ARTICLE V
NO MEMBERSHIP

The Corporation shall not have any members.

ARTICLE VI
TERM

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VII
NAME AND ADDRESS OF INCORPORATOR

The name and address of the initial incorporator of the Corporation is as follows:

Marybel Defillo 3860 Avalon Park East Blvd., Suite 300
Orlando, Florida 32828

ARTICLE VIII
BOARD OF DIRECTORS

Section 1. Except for the initial Board of Directors of the Corporation, whose names are set forth in Section 2, below, the Board of Directors shall be as determined and fixed by the bylaws of the Corporation; provided, however, that there shall never be less than three (3) directors.

Section 2. The names and addresses of the initial Board of Directors of the Corporation are as follows:

Beat Kahli 3680 Avalon Park East Blvd.,
Suite 300
Orlando, Florida 32828

Marybel Defillo 3680 Avalon Park East Blvd.,
Suite 300
Orlando, Florida 32828

Stephanie Lerret 3680 Avalon Park East Blvd.,
Suite 300
Orlando, Florida 32828

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H16000047857 3

ARTICLE IX
DISSOLUTION

Upon the dissolution and winding up of the Corporation, its assets remaining after payment or provision for payment of its debts and liabilities shall be distributed to one or more organizations that are exempt as organizations described in Section 501(c)(3) of the Code, or to or among, the United States, the State of Florida or any local government(s) for exclusive public purposes. 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 organized and operated exclusively for such purposes.

ARTICLE X
BYLAWS

Subject to any limitations at any time contained in the bylaws of the Corporation and in Chapter 617, Florida Statutes, bylaws of the Corporation may be adopted, altered, amended or rescinded, and new bylaws adopted, either by resolution of the Board of Directors or in the manner at any time provided in the bylaws.

ARTICLE XI
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended or amended and restated pursuant to a resolution adopted by the Board of Directors.

ARTICLE XII
INDEMNIFICATION

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director, employee, officer or agent of the Corporation, against expenses (including, without limitation, attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with the action, suit or proceeding if he or she acted in good faith and in a manner that he or she reasonably believed to be in, or not opposed to, the best interest of the Corporation; and with respect to any criminal action or proceeding, if he or she had no reasonable cause to believe his or her conduct was unlawful; except that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misconduct or malfeasance in the performance of his or her duty to the Corporation, unless and only to the extent that the court in which the action or suit was brought shall determine, upon application, that despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses that the court shall deem proper.

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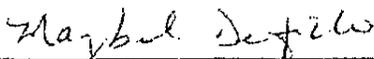
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IN WITNESS WHEREOF, the undersigned incorporator has hereto set her hand and seal on this the 24 day of February, 2016, for the purpose of forming this not for profit corporation under the laws of the State of Florida.



Marybel Deffillo, Incorporator

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From: LIGHTSEY & ASSOCIATES PA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of ENCORE AT AVALON PARK FOUNDATION, INC. and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of such duties, and is familiar with and accepts the obligations of the position as registered agent.

Marybel Defillo

Marybel Defillo

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