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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BURCH
JUN 5 2017

COVER LETTER

TO: Charter Section Division of Corporations

SUBJECT: Dementia Redefined, Incorporated

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Not for Profit Corporation" in accordance with Chapter 617, F.S.

Please return all correspondence concerning this matter to:

Ruth Anne Ristow
Contact Person

Dementia Redefined, Inc.
Firm/Company

9924 Azalea Bloom Way, Unit 318
Address

Riverview, FL 33578
City, State and Zip Code

ristow@dementiaredefined.com
E-mail address

For further information concerning this matter, please call:

Ruth Anne Ristow at 941-376-2241

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees
☐ \$113.75 Filing Fees
and Certificate of
Status

☐ \$113.75 Filing Fees
and Certified Copy

☐ \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

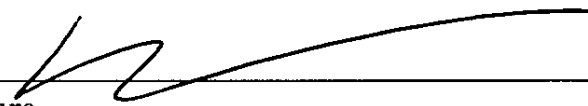
Certificate of Conversion
for
"Other Business Entity"
into
Florida Not for Profit Corporation

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following **"Other Business Entity"** into a **Florida Not for Profit Corporation** in accordance with Chapter 617 Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is **Dementia Redefined, LLC**
2. The "Other Business Entity" is an LLC first organized, formed or incorporated under the laws of **Florida on February 1, 2016.**
3. The name of the Florida Not for Profit Corporation as set forth in the attached Articles of Incorporation is **Dementia Redefined, Incorporated** effective on **June 1, 2017.**

Signed this 30 day of May, 2017

Printed Name: Ruth Anne Ristow
Title: Executive Director


Signature

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TALLAHASSEE, FLORIDA

Articles of Incorporation

In compliance with Chapter 617, F.S., (Not for Profit)

Article I Name

The name of the organization shall be: Dementia Redefined, Inc.

Article II Principal Office

Principal street address:

Mailing address, if different is:

9924 Azalea Bloom Way, Unit 318
Riverview, FL 33578

SAME

Article III Purpose

The organizations purpose is:

1. Dementia Redefined, Inc. is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article IV Power

1. The organization shall have all of the corporate powers enumerated in the Florida General Corporation Act.

2. No part of the net earnings of the organization shall inure to the benefit, 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 its purposes.

3. No substantial part of the activities of the organization 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.

4. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this organization.

Article V Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 VI Manner of Election

The manner in which the directors are elected and appointed:

The first Executive Director of this organization will be the founder. Should a replacement director be required, the members of the board along with the outgoing Executive Director will form a hiring committee of a minimum of three people to conduct the search, vetting and hiring process.

Participation as a member of the Board of Directors is completely voluntary. The board shall elect members to replace vacancies as they occur. This process will take place during a regular meeting of the board or a special meeting called as needed.

Article VII Initial Director and Board of Directors

Name and Title: Ruth Anne Ristow, Executive Director
9924 Azalea Bloom Way, Unit 318
Riverview, FL 33578

Name and Title: Taylor Penvose, Board of Directors Member

Name and Title: Carolyn Cann, Board of Directors Member

Article VIII Registered Agent

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Ruth Anne Ristow
Address: 9924 Azalea Bloom Way, Unit 318
Riverview, FL 33578

Article IV Incorporator

The **name and address** of the Incorporator is:

Name: Ruth Anne Ristow
Address: 9924 Azalea Bloom Way, Unit 318
Riverview, FL 33578

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ALABAMA, FLORIDA

Article X Indemnification

Dementia Redefined, Inc agrees to hold harmless and extend protection for the director, board members, employees and volunteers should there be a situation of personal liability, civil lawsuits, regulatory complaints, damages, injury, or losses that may arise due to activities on behalf of the organization. This indemnification does not offer protection for any losses caused by criminal acts, gross negligence and malicious intention on the part of the affiliate.

Article XI Effective Date:

Effective date of filing: June 1, 2017.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature of Registered Agent

Date

May 30 2017

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.

Required Signature of Incorporator

Date

May 30 2017