

N18000011812

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

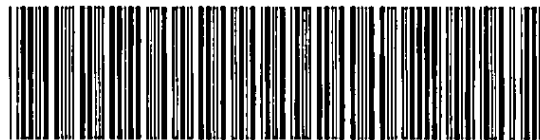
Special Instructions to Filing Officer:

Office Use Only

N18000096997

NOV 07 2018

T. SCOTT



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11/02/18--01014--012 **78.75

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2018 NOV 02 11:16:35A

COVER LETTER

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

SUBJECT: **Quality Independence, 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
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: **Angela Pennington**

Name (Printed or typed)

4694 Tamiami Trl Unit D

Address

Pt Charlotte, FL 33980

City, State & Zip

941-457-9171

Daytime Telephone number

angela@qualityindependencefl.com

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

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 6, 2018

ANGELA PENNINGTON
4694 TAMiami TRL UNIT B
PORT CHARLOTTE, FL 33980

SUBJECT: QUALITY INDEPENDENCE, INC.
Ref. Number: W18000096997

We have received your document for QUALITY INDEPENDENCE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the complete principal office address.

Please list complete address for registered agent and incorporator.,

The title(s) in the officer/director field(s) is/are not acceptable. Please refer to the following link for acceptable officer/director title information.
<http://dos.myflorida.com/sunbiz/search/guides/corporation-records/title-abbreviations/>

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tyrone Scott
Regulatory Specialist II

Letter Number: 518A00022832

11/11/2020

New Filings Section

EM: tyrone.scott@dos.myflorida.com

TO: Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FR: Angela Pennington, President
Quality Independence, Inc.
4694 Tamiami Trl Unit D
Pt Charlotte, FL 33980

RE: Change of Company Structure -10/15/18

To Whom It May Concern:

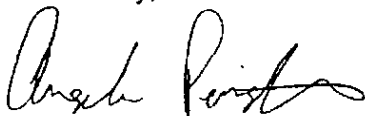
I, as the company owner, have sent in my company's Articles of Dissolution for Quality Independence, LLC and hereby have submitted my Articles of Incorporation for Quality Independence, Inc. (to be a nonprofit corporation) to make a smooth transition for my corporation.

Since we will be operating in a different business structure, but doing the same business under nonprofit guidelines, we will be using the same FEIN (47-5299853) in accordance with our operations with the State of FL under the requirements set by the Developmental Disabilities Medicaid Waiver.

Please make these changes and assign our FEIN to the nonprofit corporation in accordance with our newly filed Articles.

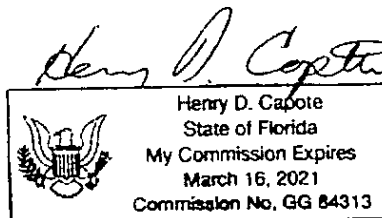
We have had this document notarized as requested by the Division of Corporations.

Sincerely,



Angela Pennington, President
Quality Independence, Inc.

In addition, as owner and President of Quality Independence, LLC, I want to start a new nonprofit corporation using the same name (Quality Independence, Inc.) and the same FEIN in which I will be the President.



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

ARTICLE I NAME

The name of the corporation shall be: Quality Independence, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
4694 Tamiami Trl Unit D
Pt Charlotte, FL 33980

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: to provide life skills programs to individuals with intellectual and developmental disabilities who
either receive funding through the Developmental Disabilities Medicaid Waiver or are eligible for that waiver. We will provide adult day training
for individuals with a variety of developmental, and physical ailments including mental retardation, traumatic brain injury and disease related syndromes.
We are organized exclusively for charitable, religious, educational, and scientific purposes, 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. This non-profit corporation will have all the powers as stated in Section 617.021, Florida Statutes 1991 and all acts
amendatory thereof, including the Corporation's registration with the internal Revenue Service as a 501(c)(3) - 59-135-8912.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed:

SEE ATTACHED SHEET FOR ARTICLES IV, VIII AND IX

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Angela Pennington, P
Address: 2601 Suncoast Lakes Blvd.
Pt Charlotte, FL 33980

Name and Title: Georgina Tucker, VP, T
Address: 1761 Lindsay Ave
North Port, FL 34286

Name and Title: Dianne Dulick, D
Address: 1469 Pulaski St
Pt Charlotte, FL 33952

Name and Title: Donald R Ham, D
Address: 1057 Cabot St
Pt Charlotte, FL 33953

Name and Title: Susan Brooks, D
Address: 1761 Lindsay Ave
North Port, FL 34286

Name and Title: _____
Address: _____

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

2018 NOV -7 PM 1:16

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

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

Name: Angela Pennington

Address: 4694 Tamiami Trl Unit D
Pt Charlotte, FL 33980

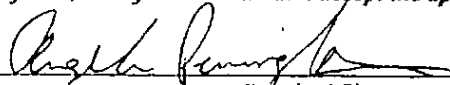
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Angela Pennington

Address: 4694 Tamiami Trl Unit D
Pt Charlotte, FL 33980

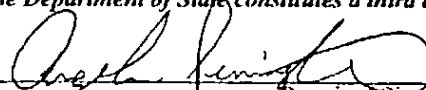
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Required Signature of Registered Agent

10/12/18

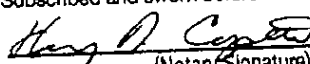
Date

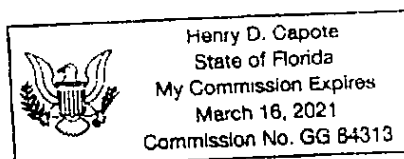
I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Required Signature of Incorporator

10/12/18

Date

State of Florida County of Charlotte
Subscribed and sworn before me on 11-6-18
(Date)

(Notary Signature)



Quality Independence, Inc.**Article III Purpose:**

The purpose for which the organization is organized is to provide life skills programs to individuals with intellectual and developmental disabilities who either receive funding through the Developmental Disabilities Medicaid Waiver or are eligible for that waiver. We will provide adult day training for individuals with a variety of developmental, and physical ailments including mental retardation, traumatic brain injury and disease related syndromes.

We are organized exclusively for charitable, religious, educational, and scientific purposes, 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. This non-profit corporation will have all the powers as stated in Section 617.021, Florida Statutes 1991 and all acts amendatory thereof, including the Corporation's registration with the internal Revenue Service as a 501(c)(3) - 59-135-8912. To establish and maintain charitable purposes as an institution providing services primarily for residents of Florida.

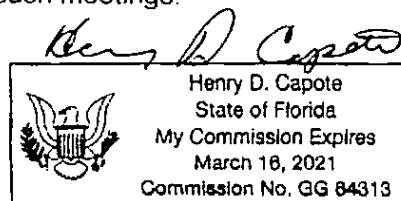
Article IV The manner in which the directors are elected and appointed:

Elections will be held at the annual meeting in November. Nomination for all positions may be made from the floor, but only with express consent of the person or persons nominated. From a slate of nominees presented at the November meeting of the Corporation, the Board of Directors will elect from its membership the Executive Committee of the Board, comprised of the President, Vice President, Secretary, Treasurer and one (1) additional member at large. Each member of the Executive Committee will serve two consecutive two year terms and may be elected to successive terms without limit. Any vacancies occurring on this Committee may be filled by the Board of Directors.

The Executive Committee will have all the power and authority of the Board of Directors in the interim between regular Board meetings, and its acts, by majority vote of the entire membership of the Executive Committee will be binding upon the Corporation; provided, however the Executive Committee will exercise this authority only with respect of those matters deemed by the President or by a majority of the Executive Committee, to be of sufficient importance to require a decision and action prior to the next regularly scheduled meeting of the Board of Directors. The Executive Committee will recommend action by the Board of Directors with respect to any matter affecting the Corporation.

An affirmative vote of a majority of the Board of Directors present quorum and attending will be required to elect officers, board members, and to remove from office a trustee or officer for cause deemed sufficient by those voting for such removal.

Any member of the Board of Directors, who will have three (3) unexcused absences from regularly scheduled meetings of the Board in any fiscal year, will automatically be dropped as a member of the Board. Absences may be excused for just cause and may be registered in person orally, in writing, by telephone or email prior to such meetings.

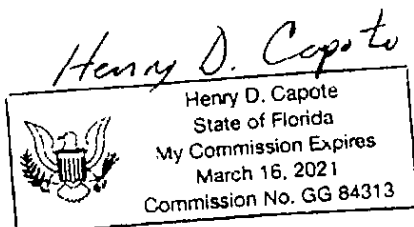


Article VIII Dissolution of Corporation

Upon dissolution of the Corporation, the Board of Directors will dispose of the assets of the Corporation in such a manner, or to such organizations operated for charitable purposes as will qualify at the time as exempt organizations under Section 501(c)(3) of the IRS code, or the law in effect at the time. Upon winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, if the named beneficiary at the time of dissolution may not be qualified, may not be in existence, or may be unwilling or unable to accept the assets of the dissolving organization, the remaining assets will be distributed to a non-profit fund, foundation, or Corporation which is organized and operated exclusively for charitable, educational, religious, and scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. Moreover, upon the dissolution of the organization, assets that have not been distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization 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 IX Conflict Of Interest

No officer, Director, or member of the Corporation will have a direct or indirect financial interest in the Corporation's interest when it is contemplating entering into a transaction or arrangement that might result in a possible excess benefit transaction. This policy, which has been adopted by resolution of the governing board, is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

State of Florida County of Charlotte
 Subscribed and sworn before me on 11-6-18 (Date)
Henry D. Capote
 (Notary Signature)