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# FLORIDA PROFIT/NON PROFIT CORPORATION TRADITIONS OF BRADENTON, INC.

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T. SCOTT



October 16, 2019

#### FLORIDA DEPARTMENT OF STATE

STEARNS WEAVER MILLER WEISSLER ALHADEFF

SUBJECT: TRADITIONS OF BRADENTON, INC

REF: W19000091819

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

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-abb reviations/

Please return 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.

Regulatory Specialist II

FAX Aud. #: H19000305331 Letter Number: 819A00021287

#### ARTICLES OF INCORPORATION

**OF** 

## TRADITIONS OF BRADENTON, INC.

(a Florida Not-For-Profit Corporation)

## ARTICLE I

## NAME

The name of this corporation is Traditions of Bradenton, Inc. (the "Corporation").

## **ARTICLE II**

#### PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 2335 North Bank Drive, Columbus, Ohio 43220.

# ARTICLE III

## **PURPOSE**

This Corporation is organized exclusively for charitable and/or educational purposes, including, for such purposes, the fostering of low income housing and the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue law, or to the Secretary of Housing and Urban Development for the time being exclusively for a public purpose. In pursuance of the foregoing purposes, the Corporation shall have the power to provide low income persons, elderly persons and handicapped persons with housing facilities and services specially designed to meet their physical, social, and psychological needs, and to promote their health, security, happiness and usefulness in longer living, the charges for such facilities and services to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis

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# ARTICLE IV

#### POWERS

Section 1. The corporation hereby incorporates by reference any and all corporate powers given to corporations not for profit by virtue of Section 617.0302 of the Florida Statutes. The corporation's activities are limited by any and all restrictions that are required to obtain tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto). No substantial part of the assets or the net earnings of the Corporation shall inure to the benefit of, nor be distributed to, any officer or director of the Corporation, or to any other private person, in such a fashion as to constitute an application of funds not within the purpose of a charitable organizations described in Code Section 501(c)(3). However, reimbursement for expenditures or the payment of reasonable compensation for services rendered to the Corporation shall not be deemed to be a distribution of earnings or assets.

Section 2. No part of the net earnings of the Corporation shall inure to the benefit of, 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 actually rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall consist of 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 (1) by a Corporation exempt from Federal income taxation under Section 501(s)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (2) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

## ARTICLE V

## MEMBERS

The Corporation shall have members. The name and address of the initial member of the Corporation ("Initial Member") is National Church Residences, an Ohio corporation qualified to transact business in Florida under the name National Church Residences Corporation, 2335 North Bank Drive, Columbus, Ohio 43220.

# ARTICLE VI

## INCORPORATOR

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

Patricia K. Green, Esq. 150 West Plagler St., Suite 2200 Miami, FL 33130

## ARTICLE VII

## BOARD OF DIRECTORS: OFFICERS

The business affairs of the Corporation shall be managed and all the corporate powers thereof shall be vested in and exercised by a Board of Directors. The initial Board of Directors shall consist of six (6) persons. The Board of Directors shall be appointed as provided in the bylaws of the Corporation, which the Board of Directors shall adopt. Following are names and addresses of the persons who serve as the members of the initial Board of Directors of the Corporation until their successors are duly elected:

Peter Pavarini	
2335 North Bank Drive	
Columbus, Ohio 43220	

Dr. Terry Davis

2335 North Bank Drive

Columbus, Ohio 43220

Al Rupiper 2335 North Bank Drive Columbus, Onio 43220 Eric Borders 2335 North Bank Drive Columbus, Ohio 43220

Jennifer Spalding 2335 North Bank Drive Columbus, Ohio. 43220

Almeta Cooper 2335 North Bank Drive Columbus, Ohio 43220

Section 1. The number of directors that constitutes the Board of Directors may be increased or decreased as provided in the Bylaws of the Corporation; provided, however, in no event shall the number of directors be less than three (3).

Section 2: The initial officers of the Corporation will be the President, Vice President, Treasurer and Secretary, who shall be appointed by the Initial Member and who shall serve until their successor are duly qualified and elected as provided in the Corporation's Bylaws.

# ARTICLE VIII

# AMENDMENT

These Articles of Incorporation may be amended as provided in the Corporation's Bylaws:

## ARTICLEIX

### DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all the assets of the Corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to such organization or organizations organized and operated exclusively for religious, charitable, educational or scientific purposes as shall, at the time, qualify (i) as an exempt organization or organizations under Section 501(c)(3) of the Code or (ii) as a state, a possession of the United States, or any political subdivision of any of the foregoing, or the United States or the District of Columbia (provided that the distribution is for a public purpose), in each case as the Board of Directors of the Corporation shall determine.

## ARTICLE X

# REGISTERED OFFICE

The name and address of the initial registered office and the initial registered agent of the Corporation are:

Gogency Global Inc. 115 North Calhoun St. Suite 4 Tallahassee, FL 32301 IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of September 2019.

Patricia K. Green, Esq.,

Incorporator

# CERTIFICATE DESIGNATING REGISTERED AGENT

That Traditions of Bradenton, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at the City of Tallahassee, State of Florida, has named Cogency Global Inc., as its agent to accept service of process within this State.

## ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

REGISTERED AGENT:

COGENCY GLOBAL INC.

By: Kathy A. Butler, Asst. Sec.