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**FLORIDA PROFIT/NON PROFIT CORPORATION
THE WELLNESS CONNECTION OF PINELLAS, INC.**

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**ARTICLES OF INCORPORATION
OF
THE WELLNESS CONNECTION OF PINELLAS, INC.**

A Florida Not For Profit Corporation

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be The Wellness Connection of Pinellas, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be as follows:

11254 58th Street North
Pinellas Park, FL 33782-2213

**ARTICLE III
PURPOSES AND POWERS**

Section 3.1 The Corporation shall be organized and operated exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws. The Corporation shall have no power to act in a manner that is not exclusively within the contemplation of Section 501(c)(3) of the Code, and the Corporation shall not engage directly or indirectly in any activity that would prevent it from qualifying, and continue to qualify, as a Corporation described in Section 501(c)(3) of the Code. Without limiting the generality of the foregoing, the Corporation's specific purposes shall be to promote, support and further the charitable, educational and scientific purposes and interests of the following Florida not for profit corporations that are exempt from taxation under Section 501(c)(3) of the Code, and classified as other than private foundations under Section 509(a)(1) or 509(a)(2) of the Code: Agency For Community Treatment Services, Inc.; BayCare Behavioral Health, Inc.; Boley Centers, Inc.; Central Florida Behavioral Health Network, Inc.; Community Health Centers of Pinellas, Inc.; Directions For Mental Health, Inc.; Operation PAR, Inc.; Personal Enrichment Through Mental Health Services, Inc.; Suncoast Center,

Inc.; and such other qualifying tax-exempt organizations as the Board may from time to time determine in accordance with the Bylaws of the Corporation. In furtherance of the foregoing, the Corporation is organized to engage in the following activities:

(a) Making available a comprehensive system of care to adults, children and their families without prejudice;

(b) Promoting the effective use of all resources and personnel of the Members;

(c) Conducting research and program evaluation designed to identify innovative and more effective means to treat the needs of children, adolescents, their families and adults;

(d) Promoting a coordinated approach for delivery of services;

(e) Contracting for necessary grants with local, state and federal funding agencies and any other applicable funding sources;

(f) Promoting services which are accessible and organized to assure continuity of care; and

(g) Promoting the implementation of needed services in cooperation with other service providers, planning groups and funding agencies.

Section 3.2 The Corporation shall be operated consistent with the following:

(a) The Corporation will not be operated for pecuniary gain or profit, incidental or otherwise, of any private individual. 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 individuals; provided, however, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the extent that such payments do not prevent it from qualifying, and continuing to qualify, as an exempt organization, and to make such lawful payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation as may from time to time be either required or permitted by Section 501(c)(3) of the Code.

(b) No substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Code), 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 in violation of any provisions applicable to the corporations exempt from taxation under Section 501(a) as organizations described in Section 501(c)(3) of the Code and the regulations promulgated thereunder as they now exist or as they may be hereafter amended.

(c) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws. The Corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws.

(d) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activity not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3.3 In order to carry out its purposes, the Corporation shall have all the powers set out in the Florida Not For Profit Corporation Act, as now in effect or as subsequently amended (the "Act"), except as may be limited by these Articles of Incorporation and the Bylaws of the Corporation.

ARTICLE IV MEMBERS

These shall be nine Members of the Corporation, as follows: Agency For Community Treatment Services, Inc.; BayCare Behavioral Health, Inc.; Boley Centers, Inc.; Central Florida Behavioral Health Network, Inc.; Community Health Centers of Pinellas, Inc.; Directions For Mental Health, Inc.; Operation PAR, Inc.; Personal Enrichment Through Mental Health Services, Inc.; and Suncoast Center, Inc., all Florida not for profit corporations. Additional qualifying organizations may become Members of the Corporation in accordance with the procedures set forth in the Bylaws. The qualifications and rights of Members shall be set forth in the Bylaws, provided however, that only organizations that qualify as tax-exempt organizations under Section 501(c)(3) of the Code shall be eligible to be Members of the Corporation.

**ARTICLE V
BOARD OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as set forth in the Bylaws of the Corporation.

**ARTICLE VI
OFFICERS**

The business and affairs of the Corporation shall be managed by a President, Vice-President, Secretary and Treasurer and such other officers as may from time to time be appointed in accordance with the Corporation's Bylaws.

**ARTICLE VII
REGISTERED AGENT AND REGISTERED OFFICE**

The name and Florida street address of the registered agent and registered office are:

Maxine Booker, CEO
11254 58th Street North
Pinellas Park, FL 33782-2213

**ARTICLE VIII
INCORPORATOR**

The name and street address of the incorporator of the Corporation shall be:

Gerald Wennlund
11254 58th Street North
Pinellas Park, FL 33782-2213

**ARTICLE IX
DISSOLUTION AND DISTRIBUTION OF ASSETS**

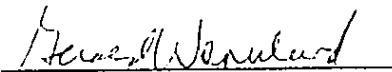
Subject to any approvals described in the Articles of Incorporation or the Bylaws of the Corporation, upon the dissolution and final liquidation of the Corporation and after the payment and discharge of all liabilities and obligations and compliance with all other legal requirements, the net assets of the Corporation shall be distributed, pursuant to a plan of distribution of assets approved by the Board of Directors and the Members, to one or more of the Members of the Corporation provided that each such entity then qualifies as an organization described by Section 501(c)(3) of the Code (or the corresponding provisions of any future federal tax code) to be used for one or more qualifying charitable

purposes. Any distributions not so made, shall be made pursuant to a plan of distribution approved by the Board of Directors and the Members, to one or more corporations, trusts, funds, or other organizations which at the time are organizations described in Section 501(c)(3) of the Code and have purposes closely aligned with those of the Corporation. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located. No private individual shall share in the distribution of any Corporation assets upon dissolution of the Corporation.

ARTICLE X AMENDMENTS

These Articles of Incorporation and the Bylaws of the Corporation shall be amended only by action taken by the Board of Directors in accordance with the Bylaws of the Corporation, subject to the applicable law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24th day of June, 2021.



Gerald Wennlund
Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated in the Articles of Incorporation as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 24 day of June, 2021.

Maxine Booker

Maxine Booker, CEO
Registered Agent

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