

19500005478
TRANSMITTAL LETTER

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

SUBJECT: The ARC OF CHARLOTTE COUNTY, INC.
(Proposed corporate name - must include suffix)

RECEIVED
NOV 17 1995
TALLAHASSEE, FLORIDA

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
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: ARC/Florida
Name (Printed or typed)

411 E. College Avenue
Address

Tallahassee, FL 32301
City, State & Zip

904-921-0460
Daytime Telephone number

FILED
 95 NOV 17 PM 3:55
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

CALL when Ready

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

ARTICLES OF INCORPORATION
FOR
ARC OF CHARLOTTE COUNTY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

ARTICLE I. NAME

The name of the organization shall be ARC of Charlotte County, corporation not for profit. The corporation shall have perpetual existence.

The mailing address for the corporation shall be: PO Box 3569, Port Charlotte, Florida 33949.

ARTICLE II. PURPOSES

The term "developmentally delayed" as used herein shall include all mentally retarded persons regardless of age, degree, or type of retardation and regardless of whether or not they attend public, private, or religious schools, residential or day, or whether they reside at home or in institutions.

Section 1. The purposes of this Association are:

- a) To promote the general welfare of all persons who are developmentally delayed;
- b) To foster the development of programs in their behalf;
- c) To encourage research related to the developmentally delayed ;
- d) To advise and aid parents/guardians and other interested persons and to coordinate their efforts and activities;
- e) To develop a better public understanding of the different issues associated with the developmentally delayed ;
- f) To cooperate with all public and private groups, agencies and organizations in the furtherance of these ends.
- g) To associate with and support financially the state and national components of the Association to promote the common cause,

h) To serve locally as a clearinghouse for information on the developmentally delayed.

i) To promote social activities for the developmentally delayed and their advocates.

j) To solicit funds for the accomplishment of the above purposes.

Section 2 This Association is a non-profit, non-political, non-sectarian organization. No part of any net earnings shall inure to the benefit of any member or individual, and no officer or director of the Association shall receive any compensation for his or her services as an officer or director.

ARTICLE III MEMBERSHIP

Membership shall be open to parents, relatives and guardians, including foster parents, of retarded citizens and to other persons sympathetic to the purposes of the Association.

Section 1. Membership may be obtained on application to the Chairperson of Membership Committee together with membership dues as specified in the bylaws of this corporation.

Section 2. Membership may be on either an individual or a family basis. A family membership shall entitle both spouses to hold and to vote.

Section 3. Members whose dues have not been waived and who are in arrears for six months shall be dropped from membership roll.

Section 4. A member in good standing is one whose dues are not delinquent or have been waived.

Section 5. Members in good standing shall be eligible to hold office and to vote (but only in person) on all questions at general membership meetings as specified in the bylaws of this corporation.

Section 6. Control of this Association shall rest with the membership. Any action of the Board of Directors shall be subject to review by the membership on request of any member at a regular meeting or at a special meeting called for the purpose. An action of the Board of Directors may be altered or rescinded by a two-thirds vote provided no rights of third parties are affected.

ARTICLE IV DISSOLUTION

In the event of the dissolution of this Association or in the event it shall cease to exist for the stated purposes, all the property and assets shall be distributed to an organization such as the Florida Association for Retarded Citizens or the National Association for Retarded Citizens, or an agency serving the mentally retarded which has been granted exemption from the Federal Income Tax under the provisions of Section 501(c) of the Internal Revenue Code of 1954, or to a local, state or Federal government for exclusively public purposes

Under no circumstances shall any of the property or assets of this Association during the existence and/or upon the dissolution thereof go and be distributed to any officer, member or subsidiary of this Association.

ARTICLE IV MEETINGS

Section 1. Regular meetings of the membership shall be held once a month unless the membership shall vote to omit or alter the date of certain meetings in accordance with the bylaws of the Corporation. Members shall be notified in advance of all meetings. The presence of any member at a meeting of a membership shall constitute a waiver of notice for said meeting

Section 2. The regular membership meeting in June shall be designated as the Annual Meeting for the election of officers and directors. It may not be omitted.

Section 3. Special meetings to address specific issues may be called by the President or through a written application submitted by five members of the Association and sent to the Secretary. (S)he shall mail notices or electronically notify members not less than one week prior to the meeting stating the purpose of the meeting. No other business may be transacted at a special meeting

Section 4. A quorum shall consist of fifteen percent (15%) or five (5) of the members in good standing, whichever is greater. Members must be present to vote.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

Section 1. The Board of Directors shall consist of the elected officers, the immediate past President and the Directors. Those eligible for these positions are specified in the bylaws of this corporation.

Section 2. The Board of Directors shall hold a meeting between each regular membership meeting unless a majority of the Board votes not to have one.

Section 3 Special meetings of the Board may be called on not less than 24 hours notice by the President, or by the Secretary, upon written request of three Board members

Section 4 A majority of the voting members of the Board of Directors present in person shall constitute a quorum

Section 5 The Board of Directors shall be responsible for the conduct of the business of the Association and shall be empowered to employ and prescribe the duties of the Executive Director who shall administer the affairs of the Association The Board of Directors shall exercise all powers inherent in the Association except those expressly reserved to the membership

Section 7. The name and residences of the officers and Directors at the time of this incorporation, and who shall serve until the next Annual Meeting, are as follows:

<u>Names</u>	<u>Residences</u>
1. W. Doug Sloan	18425 Hotelet Cir., Port Charlotte, Florida 33948
2. Robert Mungovan	2470 Pebble Creek Pl., Port Charlotte, Florida 33948
3. Mary Sloan	18425 Hotelet Cir., Port Charlotte, Florida 33948
4. Diane Martel	22311 LaSalle Rd., Port Charlotte, Florida 33952
5. Judith Blaylock	18458 Inwood Ave., Port Charlotte, Florida 33948
6. Maryann Mize	1053 Kensington St., Port Charlotte, Florida 33953
7. Robert Swan	24246 Harborview Rd., Port Charlotte, Florida 33980

Section 8. The officers of the Association shall be a President, a Vice President(s), a Secretary, and a Treasurer. There shall be three or more directors, as specified in the bylaws of the Corporation. No employee of the Association may serve as an officer, director, committee member or delegate.

ARTICLE V TERMS OF OFFICE

Section 1. The Officers of the Association shall serve for a term of one year, beginning July 1 following their election, or until the qualification of their successors. These officers shall be elected annually in accordance with the bylaws of this corporation.

Section 2. Directors shall serve for a term of two years, beginning July 1 following their election, or until the qualification of their successors. At the first meeting, one-half of the directors will be chosen by lot to serve a one-year term and the remaining a two-year term. Thereafter, all directors will serve a full term.

Section 3. No person may be elected to the same position for more than three full consecutive terms.

Section 4. All vacancies in the elective positions, except that of president, shall be filled for the unexpired term by persons elected by the Board of Directors.

writing to the entire general membership at least three weeks prior to the meeting at which it is to be voted upon. A two-thirds (2/3) vote is required for ratification.

ARTICLE VII. PARLIAMENTARY AUTHORITY

Section 1. Robert's Rules of Order shall govern the conduct of business in all cases in which they are applicable and not in conflict with these Articles of Incorporation, Constitution and Bylaws as adopted and amended by the membership.

The undersigned incorporators have executed these Articles of Incorporation this 10 day of October, 1975.

Signatures of the incorporators

<u>W. Doug Sloan</u>	W. Doug Sloan President
<u>Robert Mungovan</u>	Robert Mungovan Vice President
<u>Mary A. Sloan</u>	Mary A. Sloan Secretary
<u>Diane Martel</u>	Diane Martel Treasurer

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

ARC of Charlotte County, Inc.
(must include suffix)

2. The name and address of the registered agent and office is:

Walter Douglas Sloan
(name)

18425 Hottellet Circle
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Port Charlotte, Florida 33948
(CITY STATE ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.

Walter D. Sloan
(SIGNATURE)

11/10/95
(DATE)

95 NOV 17 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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