

**N96 000001018**  
**BEAUCHAMP & BEAUCHAMP**

LAW OFFICES, P.A.

10 Northeast 3rd Street  
Post Office Box 10  
Chiefland, Florida 32026

R. LUTHER BEAUCHAMP  
W. O. (Drott) BEAUCHAMP, III

Telephone (904) 483-2628  
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February 21, 1996

Ms. Beth Register  
Corporate Specialist Supervisor  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Fla. 32314

Re: TRI-COUNTY COUNCIL FACILITIES, INC.

Dear Beth:

Enclosed are documents relating to the new Corporation named above. Please file the enclosed Articles of Incorporation and provide a Certificate Under Seal. Our check in the amount of \$78.75 to cover the various filing fees is also enclosed.

Thank you for your assistance in this matter. Please call our office if you have any questions.

Sincerely

*R. Luther*

R. Luther Beauchamp

/ycs  
enclosures

*Election of Directors*

3000001725293  
-02/27/96--01087--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

*Luther* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Election of Directors*  
DATE *2/26/96*  
DOC. EXAM *BA*

B. REGISTER FEB 26 1996

ARTICLES OF INCORPORATION  
OF  
TRI-COUNTY COUNCIL FACILITIES, INC.

FILED  
96 FEB 23 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under Chapter 617, Florida Statutes, applicable to corporations not for profit and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation.

ARTICLE ONE: NAME

The name of this corporation is Tri-County Council Facilities, Inc.

ARTICLE TWO: PURPOSE

The purpose of this corporation will be to acquire real estate on which will be located or constructed such facilities that will be suitable for use by Tri-County Council for Senior Citizens, Inc. and such related or other corporations, associations, agencies or groups determined by the Board of Directors of this corporation to be appropriate. It is the intent of the incorporators to provide these facilities at a rental amount that would cover the cost to this corporation but at no profit for this corporation.

ARTICLE THREE: MEMBERSHIP

The membership of this corporation shall constitute all persons hereinafter named as incorporators and such other persons who are desirous of assisting in the purposes for which this corporation is being formed as from time to time hereafter may become members in the manner provided in the by-laws.

ARTICLE FOUR: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE FIVE: INCORPORATORS

The name and address of each incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
VERNON LAYFIELD	Route 3, Box 19 Trenton, Florida 32693
ARTHUR BELLOT	CR 55-A Cross City, Florida 32628
ALFONSE V. MILITO	Route 3, Box 701 Trenton, Florida 32693
DOUGLAS K. BEACH	5970 SW County Road 307 Trenton, Florida 32693

#### ARTICLE SIX: OFFICERS AND DIRECTORS

The officers of this corporation shall be determined and elected by the Board of Directors. The names of the individuals who are to serve as the initial Directors are as follows:

ANNE G. HODGES  
JOE HUBERT ALLEN  
LOIS K. COOK  
RAYMOND WARREN  
FRANCIS BREWER  
ARTHUR BELLOT  
JOANNA D. THOMAS  
VERNON LAYFIELD ✓  
JIMMIE SHEFFIELD  
DOUGLAS K. BEACH

ALFONSE V. MILITO  
JERROLD COLLINS  
HELEN GREEN  
CORNELIUS WILLIAMS  
W. S. "SAMMY" YEARTY  
TED F. GLASS  
BOBBY LINDSEY

The directors shall be elected as stated in the by laws of the corporation.

The initial officers who will serve until the next election will be as follows:

JOE HUBERT ALLEN, President  
VERNON LAYFIELD, Vice-President  
JERROLD COLLINS, Secretary/Treasurer

#### ARTICLE SEVEN: BY-LAWS

The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

#### ARTICLE EIGHT: AMENDMENTS

These Articles of Incorporation may be amended at any regular meeting of the membership or any special meeting of the membership called for that purpose by 2/3 vote of the members present and voting. The amendment shall take effect upon being filed with and

approved by the Department of State.

**ARTICLE NINE: PRINCIPAL OFFICE, REGISTERED OFFICE  
AND REGISTERED AGENT**

The address of the principal office of the corporation will be 204 North Main Street, Chiefland, Florida 32626. The mailing address of the principal office is P. O. Box 1037, Chiefland, Florida 32644. The street address of the corporation's initial registered office is 204 North Main Street, Chiefland, Florida 32626 and the name of its initial registered agent at that address is Ellen Baier.

**ARTICLE TEN: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon dissolution of this corporation, all of its remaining assets after payment of all costs and expenses of such dissolution shall be distributable to another not for profit corporation as determined by the Board of Directors of this corporation at the time of dissolution.

**ARTICLE ELEVEN**

IN WITNESS WHEREOF, we, the undersigned incorporators, have hereunto set our hands and seals this 15 day of February, 1996, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Vernon Layfield Fla Driver Lic.  
VERNON LAYFIELD  
Arthur Bellot Personally Known  
ARTHUR BELLOT  
Alfonse V. Milito Fla Driver Lic.  
ALFONSE V. MILITO  
Douglas K. Beach Fla Driver Lic.  
DOUGLAS K. BEACH

STATE OF FLORIDA

COUNTY OF LEVY

Before me, the undersigned authority, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared **Vernon Layfield, Arthur Bellot, Alfonse V. Milito and Douglas K. Beach** to me know to be the persons described as incorporators in the foregoing Articles of Incorporation of Tri County Council Facilities, Inc. and they acknowledged before me that they executed these Articles of Incorporation as their own free act and will. Each of them is personally known to me.

Witness my hand and official seal in the County and State named above this 15 day of February, 1996.



Maria Matos  
Notary Public Maria Matos  
Printed Name  
My Commission expires: 3-3-98

ACCEPTANCE BY REGISTERED AGENT

The undersigned person named as Registered Agent of the corporation is familiar with and does hereby accept such appointment and the obligations of that position in accordance with the provisions of Section 617.0501, Florida Statutes.

Ellen Baier  
ELLEN BAIER

Lettera(VJlen)

SECRET  
TALLAHASSEE, FLORIDA

96 FEB 23 PM 2:28

N96000001018

BEAUCHAMP & BEAUCHAMP

Law Offices, P. A.

19 Northeast Third Street  
P. O. Box 10  
Gainesville, Fla. 32644

R. Luther Beauchamp  
W. O. (Brett) Beauchamp, III

Telephone (352) 493-2525  
Facsimile (352) 493-2610

October 3, 1996

New Filings Section  
Division of Corporations  
Florida Department of State  
P. O. Box 6427  
Tallahassee, Florida 32314

300001958243  
-10/08/96--01150--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**ATTENTION: BETH REGISTER**

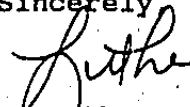
Re: Tri-County Council Facilities, Inc.  
Articles of Amendment

Dear Beth:

Enclosed is a document entitled Articles of Amendment to Articles of Incorporation of Tri-County Council Facilities, Inc. Our check in the amount of \$35.00 payable to Division of Corporations is also enclosed to cover the cost of the filing.

Please let us know if additional information is needed to complete the filing of the Amendment.

Sincerely



R. Luther Beauchamp

RLB/bb

Enclosure

SH 10/14

FILED  
96 OCT -7 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

96 OCT - 7 PM 1:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
TRI-COUNTY COUNCIL FACILITIES, INC.

A regular meeting of the membership was held on September 19, 1996. The following Amendment was adopted by a vote by more than two-thirds vote of the members present and voting and such vote was sufficient for approval in accordance with Article Eight of the Articles of Incorporation. The Amendment adopted was as follows:

ARTICLE TEN: DISTRIBUTION OF ASSETS UPON DISSOLUTION is hereby amended by striking the existing paragraph and title under Article Ten and substituting in its place the following:

ARTICLE TEN: QUALIFICATION AS EXEMPT ORGANIZATION  
UNDER SECTION 501(c)(3) OF  
THE INTERNAL REVENUE CODE

Said organization is organized exclusively for charitable, religious, education, 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.


No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.



Upon dissolution of the organization, assets shall be 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, or 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 the Court of Common Pleas of 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.

**I HEREBY CERTIFY** that the foregoing Amendment was duly adopted by the corporation to be filed with the Department of State and to become effective upon filing with and approval by the Department of State.

Executed this 30 day of September, 1996.

  
**JOE HUBERT ALLEN, President**  
Personally known

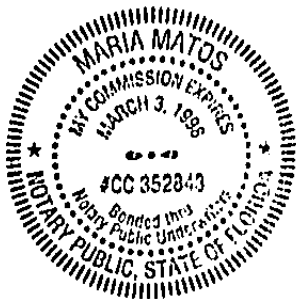
STATE OF FLORIDA

COUNTY OF Levy

I HEREBY CERTIFY, That on this 30 day of September, 1996, before me personally appeared JOE HUBERT ALLEN, as President, of TRI-COUNTY COUNCIL FACILITIES, INC., a corporation under the laws of the State of Florida, to me personally known to be the person described in and who executed the foregoing instrument and acknowledged the execution thereof to be his free act and deed as such officer, for the uses and purposes therein mentioned; and that he affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at Chiefland, in the County of Levy and State of Florida, the day and year last aforesaid.

SEAL



Maria Matos  
Notary Public: Maria Matos  
(Printed name of Notary)

My Commission Expires: 3-3-98