

N96000004444

JAMES M. BRICKLEY

MANNAVILLE

4001 34TH STREET SOUTH

ST. PETERSBURG, FLORIDA 33711

JAMES M. BRICKLEY
RICHARD A. STOFFELS
ROBERT L. SHAVEN

TELEPHONE: (813) 887-2177
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August 14, 1996

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

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-08/29/96--01037--011
****122.50 ****122.50

Re: OLIVIA PUBLICATIONS, INC.

Dear Sirs:

Enclosed herein please find a check in the amount of \$122.50 to cover the cost of filing the enclosed Articles of Incorporation for the above-referenced not-for-profit Florida corporation. Please return one certified copy of the document to this office.

Your assistance in this matter is greatly appreciated. If you should have any questions regarding the enclosures, please do not hesitate to contact this office.

Sincerely yours,

LAW OFFICES OF JAMES M. BRICKLEY

BY

RICHARD A. STOFFELS

RAS/lk
Enclosures

FILED
25 AUG 23 PM 2:41
TALLAHASSEE, FLORIDA

RLC AUG 26 1996

FILED
95 MAR 23 PM 2:41
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLES OF INCORPORATION
OF
OLIVIA PUBLICATIONS, INC.

WHEREAS, podiatric health care workers have determined that there is a critical need to work with and educate youth of all ages who have been stricken with severe or life threatening medical ailments;

WHEREAS, individuals have created literary works, specifically for children, that will help educate them and increase their understanding of their medical problems, and the process of treatment, and;

WHEREAS, it is desirable to create a Florida not-for-profit corporation in order to provide assistance in the publication and distribution of the literary works written to provide assistance to ill children,

NOW THEREFORE, I, the undersigned as one of the subscribers to these Articles of Incorporation, being not less than two (2) natural persons competent to contract, do hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is OLIVIA PUBLICATIONS, INC.

ARTICLE II - PURPOSES

The purposes for which the Corporation exists are as follows:

1. This organization is formed exclusively for charitable, educational, or literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.
2. Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).
3. No substantial part of the activities of the Corporation shall be 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 any candidate for public office.
4. 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 rendered and to make payments and

distributions in furtherance of the purposes set forth in these Articles.

5. To exercise any and all rights and powers conferred upon non-profit corporations by the laws of the State of Florida as they now exist or as they may be amended.

ARTICLE III - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, 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 so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation 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 IV - TERM

The term of the Corporation shall be perpetual.

ARTICLE V - OFFICE AND AGENT

The registered office and principal office of the Corporation in the State of Florida will be located at 2072 Hawaii Avenue Northeast, St. Petersburg, Florida 33703-3420.

The registered agent of the Corporation in the State of Florida at the registered office is JANET E. POLING.

ARTICLE VI - TRUSTEES

The management and disposition of the affairs and property of the Corporation shall be vested in Trustees, who shall be selected from time to time in such manner, with such terms, in such number and at such times as the By-Laws of this Corporation may provide. The number of such Trustees may be increased or decreased at any time by the By-Laws, but the number of Trustees shall never be less than three (3). All the business of the Corporation shall be conducted by the Trustees under and subject to the direction of the laws of the State of Florida and of the United States of America. The following persons are the present Trustees of the Corporation:

<u>NAME</u>	<u>ADDRESS</u>
GILBERT J. RIBAL	4324 Bayshore Boulevard Northeast St. Petersburg, FL 33703
LINDA LEE POLING RIBAL	4324 Bayshore Boulevard Northeast St. Petersburg, FL 33703
JANET E. POLING	2072 Hawaii Avenue Northeast St. Petersburg, FL 33703-3420

ARTICLE VII - OFFICERS

The affairs of the Corporation are to be managed by the following officers: a President, a Vice President, a Secretary, and a Treasurer. The Board of Trustees may provide for and elect any other officers or committees which may seem expedient to the

Board. All officers shall be annually elected by the Board of Trustees to serve for terms of one year. The President and Treasurer shall be members of the Board of Trustees. The names of the officers who are to serve until the first election thereof are as follows:

<u>NAME</u>	<u>OFFICE</u>
GILBERT J. RIBAL	President
LINDA LEE POLING RIBAL	Vice President/Treasurer
JANET E. POLING	Secretary

ARTICLE VIII - MEMBERS

The Corporation shall have members, the private property of whom shall not be liable for the debts of the Corporation. The Members of this Corporation shall be those persons serving from time to time on the Board of Trustees of the Corporation and such other persons as may be selected by the Board of Trustees. Qualification, admission, termination and all other terms and conditions of membership shall be set by the By-Laws of the Corporation as they now or hereafter exist from time to time.

ARTICLE IX - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
GILBERT J. RIBAL	4324 Bayshore Boulevard Northeast St. Petersburg, FL 33703
LINDA LEE POLING RIBAL	4324 Bayshore Boulevard Northeast St. Petersburg, FL 33703
JANET E. POLING	2072 Hawaii Avenue Northeast St. Petersburg, FL 33703-3420

ARTICLE X - BY-LAWS

The By-Laws of the Corporation are to be made and adopted by, and may be altered, amended, or rescinded by, the membership of the Corporation.

ARTICLE XI - AMENDMENTS TO ARTICLES

Any member, Trustee or Officer of the Corporation may propose that these Articles of Incorporation be amended, but these Articles may be amended only by the act of two-thirds (2/3) of the members of the Corporation.

ARTICLE XII - SCOPE OF CORPORATE AUTHORITY

No member, Trustee, Officer, or other authorized agent of this Corporation shall be deemed to have the authority, either express or implied, to legally obligate any other auxiliary, unit, or other organization of OLIVIA PUBLICATIONS, INC.

ARTICLE XIII - SEAL

The seal of the Corporation shall be a circular impression with the name "OLIVIA PUBLICATIONS, INC." around the border and "Florida Seal, 1996" in the center.

IN WITNESS WHEREOF, I, the undersigned, as one of the incorporators of the above-named Corporation, do hereby subscribe

my name and acknowledge the execution of the same on this 13th
day of August, 1996.

Janet E. Poling (SEAL)
JANET E. POLING

STATE OF FLORIDA)
 :
COUNTY OF PINELLAS)

BEFORE ME, personally appeared JANET E. POLING, who is personally known to me or who has produced a Florida driver's license as identification and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 13th day of August, 1996, in the aforesaid County and State.

Richard A. Stoffers
RICHARD A. STOFFERS
NOTARY PUBLIC
My Commission Expires May 24 1997
Bonded by FIA
My Commission Expires 122-1535

OLIVIA PUBLICATIONS, INC.

ACCEPTANCE BY REGISTERED AGENT

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

Janet E. Poling
JANET/E. POLING

FILED
95 AUG 23 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA