

TRANSMITTAL LETTER

# N96000004827

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

400001949024  
-09/17/96--01094--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Winter Park No Cars, Inc., a nonprofit Florida corporation  
(Proposed corporate name - must include suffix)

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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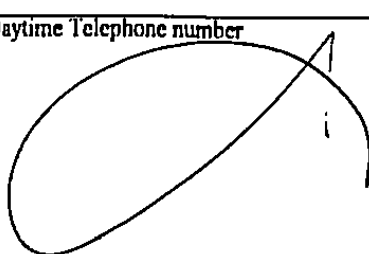
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FROM: Derek Madison  
Name (Printed or typed)

661 W. Luman Ave.  
Address

Winter Park, FL 32789  
City, State & Zip

(407) 646-2401  
Daytime Telephone number

 9/18

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

**WINTER PARK WE CARE, INC.  
ARTICLES OF INCORPORATION  
A Florida Nonprofit Corporation**

We, the undersigned, with other persons desirous of forming a Florida nonprofit corporation, form a nonprofit corporation under the provisions of Chapter 617 of the Florida Statutes as follows:

**ARTICLE I.** The name of the corporation shall be **Winter Park We Care, Inc.**

**ARTICLE II.** The principal place of business and mailing address shall be 661 West Lyman Avenue, Winter Park, Florida, 32789; and the corporation's initial registered agent at that address shall be Derek G. Madison.

**ARTICLE III.** The specific purposes for which the corporation is organized, together with and in addition to the authority and powers conferred by the laws of the State of Florida, are to provide neighborhood improvements on Winter Park's West Side, assist the elderly, improve low income housing (living conditions/repairs), address crime reduction, and work with neighborhood youths to improve their quality of life. The purposes for which the corporation is organized are to operate exclusively in any manner as will qualify as an exempt organization under 501(c) (3) (or appropriate subsection subsequently determined/ruled by the Internal Revenue Service to be applicable to this nonprofit corporation) of the Internal Revenue Code, as amended, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt.

**ARTICLE IV.** Upon 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, as amended, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt. Any assets not disposed of shall be disposed of by a court of competent jurisdiction, in the county where the principal office of this corporation is then located, exclusively for the purpose or to the organizations that the court determines are organized and operated exclusively for charitable, educational, or scientific purposes.

**ARTICLE V.** The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons, who, from time to time may become members by a majority voted and according to the bylaws.

**ARTICLE VI.** The name and address of the incorporator of these Articles is:  
**Curtis Lee, 824 New England Ave., Winter Park, FL 32789**

**ARTICLE VII.** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote and in accordance with the bylaws.

**ARTICLE VIII.** The business of this corporation shall be managed by the Board of

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CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

Directors. This corporation shall have three directors initially. The number of directors may be increased from time to time by the Bylaws, but shall never be less than three. The Board of Directors shall be appointed and hold office in accordance with the Bylaws.

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting of the corporation are:

Lucy Leo  
824 New England Ave.  
Winter Park, FL 32789

Derek G. Madison  
661 W. Lyman Ave.  
Winter Park, FL 32789

Jay Rohr  
427 S. New York Ave.  
Winter Park, FL 32789

**ARTICLE IX.** The street address of the initial registered office of this corporation shall be 661 W. Lyman Avenue, Winter Park, Florida 32789, and the name of the initial registered agent of the corporation at that address is Derek G. Madison.

The undersigned incorporator has executed these Articles of Incorporation this 26th day of August, 1996.

Signature of incorporator:

Curtis Lee  
Curtis Lee

**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:

Winter Park Wa Care, Inc.

(must include suffix)

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

Derek G. Madison

(NAME)

661 W. Lyman Ave.

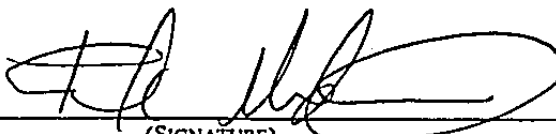
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Winter Park, Florida 32789

(CITY/STATE/ZIP)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*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.*

  
(SIGNATURE)

8/26/96  
(DATE)