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LAW OFFICES OF  
**BARRY R. HILLMYER, P.A.**  
ATTORNEY & COUNSELLOR AT LAW

96 NOV -4 PM 12:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
215 COTTAGE STREET  
POST OFFICE BOX 960  
FORT MYERS, FL 33902  
(941) 334-8668  
FAX 334-7392

October 30, 1996

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Corporate Records Bureau  
Corporations Division  
Department Of State  
Post Office Box 6327  
Tallahassee, Florida 32314

**RE: PARTNERS IN SELF-SUFFICIENCY OF LEE COUNTY, FLORIDA, INC.**

Gentlemen:

With reference to the above corporation, enclosed please find the following:

1. Original and one copy of Articles Of Incorporation.
2. Our check in the amount of \$122.50, to cover the following:  
    Filing Fee: \$ 35.00  
    Registered Agent: 35.00  
    Certified Copy: 52.50

**TOTAL AMOUNT: \$122.50**

Please file these Articles Of Incorporation and forward the certified copy to the undersigned.

Very truly yours,

  
Barry R. Hillmyer

BRH/lac  
Encs.

OK  
11/16/96

FILED

ARTICLES OF INCORPORATION

OF

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PARTNERS IN SELF-SUFFICIENCY OF LEE COUNTY, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. Name and Place of Principal Office

The name of this Corporation, not for profit, is PARTNERS IN SELF-SUFFICIENCY OF LEE COUNTY, FLORIDA, INC. The place in Florida where the principal office is to be located is 3326 Martin Luther King, Jr. Boulevard, Fort Myers, Florida 33916.

ARTICLE II. Purposes

The purposes for which this Corporation is organized are:

Section 1. To provide an autonomous, non-partisan, non-profit auspice for the purpose of developing, implementing and administering aid to unemployed/or underemployed, low to moderate income families with young children to make the transition from public assistance to productive employment and economic self-sufficiency.

Section 2. To encourage the development of effective mechanisms for integrating the various support services -- both public and private -- that exist in the community into a personal development program for low to moderate income families to enable them to make the transition from welfare dependency to productive employment.

Section 3. To test new and innovative techniques to assist those who live below the poverty level to become part of the economic mainstream and encourage their interaction with the community.

Section 4. To encourage the City and County officials to coordinate and commit the use of resources and opportunities for employment for clients of Partners in Self-Sufficiency of Lee County, Florida participants.

Section 5. To secure commitments from the local private sector to provide additional resources and opportunities for employment for clients of Partners in Self-Sufficiency of Lee County, Florida participants.

Section 6. To administer the program for a special allocation of Section 8 subsidized rental housing certificates provided by the Federal Department of Housing and Urban Development to help low to moderate income families obtain decent, safe, sanitary and affordable housing as a part of the comprehensive and coordinated program and participants of the Family Building Program administered by Lee County Department of Human Services, Division

of Social Services.

Section 7. To exercise any and all of the corporate powers enumerated under Florida State Statutes Chapter 617.021 and Section 501(c)(3) of the Internal Revenue Code, in furtherance of the aforesaid purposes.

Section 8. To operate exclusively for charitable purposes so as to qualify the Corporation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or under any corresponding provisions of any subsequent federal tax laws). No part of the income or assets of the Corporation shall be distributed or inure to the benefit of any individual and the Corporation shall be operated irrevocably for non-profit and charitable purposes.

#### ARTICLE III. Prohibition of Distribution of Earnings

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 Article II hereof. 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 any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or corresponding section of any future federal tax code.

#### ARTICLE IV. Memberships

Persons and organizations shall be qualified to hold membership in this Corporation as provided in the By-Laws of this Corporation.

#### ARTICLE V. CORPORATE EXISTENCE

This Corporation is to exist perpetually.

#### ARTICLE VI. Powers

The Corporation shall have the power to do and perform all acts that a Corporation may accomplish under Chapter 607 and 617 Florida Statutes.

ARTICLE VII. Board of Directors

The affairs of this Corporation shall be managed by a Board of Directors consisting of a minimum of nine (9) and not more than thirteen (13) members. All members shall be elected according to the terms of the By-Laws. The number of directors may be changed by amendment of the By-Laws of the Corporation. The following are members of the Board of Directors:

ROGER MERCADO  
5860 Golden Gate Parkway  
Naples, FL 34116

PASTOR RICHARD HAFFER  
2911 Del Prado Boulevard  
Cape Coral, FL 33904

DR. DENISE WESLEY  
6417 Scott Lane  
Ft. Myers, FL 33912

SYBIL KNIGHT  
6327 Demery Circle S.E.  
Ft. Myers, FL 33916

RICHARD SHERA  
Suntrust of Southwest Florida  
Residential Real Estate Department  
Ft. Myers, FL

MARTHA TOGERSON  
P.O. Box 398  
Ft. Myers, FL 33902-0398

ERICKA B. COUSLEY  
3326 Dr. Martin Luther King, Jr. Blvd.  
Ft. Myers, FL 33916

KATHY HAYNES  
3326 Dr. Martin Luther King, Jr. Blvd.  
Ft. Myers, FL 33916

RICHARD G. BASHAW  
3326 Dr. Martin Luther King, Jr. Blvd.  
Ft. Myers, FL 33916

HARRY G. ADAMS  
3326 Dr. Martin Luther King, Jr. Blvd.  
Ft. Myers, FL 33916

#### ARTICLE VIII. Officers

The affairs of the Corporation shall be administered by the Officers designated by the By-Laws and elected from the members of the Board of Directors at the first meeting of the Board following the annual meeting. The four (4) officers shall be: President, Vice President, Secretary and Treasurer. The officers shall serve a term of one year or until their successors are elected. The following are the current officers:

RICHARD G. BASHAW, President  
HARRY G. ADAMS, Vice President  
KATHY HAYNES, Secretary  
ERICKA B. COUSLEY, Treasurer

#### ARTICLE IX. Agent of Record

The following shall be the Registered Agent for purposes of Section 48.091, Florida Statutes:

BARRY R. HILLMYER  
2135 Cottage Street  
Ft. Myers, FL 33901

#### ARTICLE X. By-Laws

The By-Laws of this corporation may be made, altered, amended, or rescinded at any regular or special meeting a majority vote of those directors present and eligible to vote, a quorum being present; provided written notice of the intended change has been given to each director at least two (2) weeks prior to the meeting wherein the said proposed alteration, addition, amendment, or rescission is offered for vote.

#### ARTICLE XI. Articles of Incorporation

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a regular or special business meeting by a majority of all directors in office, provided notice of said amendment is given at least two (2) weeks prior to the meeting wherein the said proposed amendment is offered for vote.

#### ARTICLE XII. Dissolution

Upon dissolution of this Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the federal government or to a state or local

government, for a public purpose, and none of the assets will be distributed to any member, officer of this Corporation. Any such assets not so disposed shall be disposed of by the Circuit Court of Lee County, Florida according to the procedures set forth in Florida Statutes Chapter 617 for dissolution of corporations constituting public charities, for such similar public charitable purposes as the Court shall determine.

**ARTICLE XIII. Indemnification of Officers, Directors and Employees**

Every Director, officer and employee of the Corporation shall be indemnified by the Corporation to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by, or imposed on him/her in connection with any proceeding or settlement of any proceedings, to which he/she may become involved by reason of his/her being, or having been a Director, officer or employee of the Corporation, whether or not he/she is a Director, officer or employee at the time such expenses are incurred.

**ARTICLE XIV. Subscribers**

The names and residence addresses of the subscribers of these Articles of Incorporation are:


RICHARD G. BASHAW  
3326 Martin Luther King, Jr. Blvd.  
Ft. Myers, FL 33916

  
RICHARD G. BASHAW

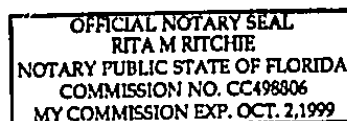
STATE OF FLORIDA  
COUNTY OF LEE

Before me, the undersigned authority, personally appeared RICHARD G. BASHAW, known to me to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal this 29th day of October, 1996.

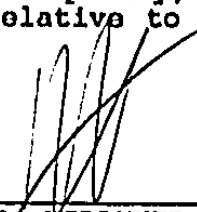
  
Notary Public  
rita m. ritchie  
Printed name of Notary

Commission No.:



ACKNOWLEDGMENT OF REGISTERED AND RESIDENT AGENT

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

  
\_\_\_\_\_  
BARRY R. HILLMYER, ESQUIRE  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA