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November 4, 1996

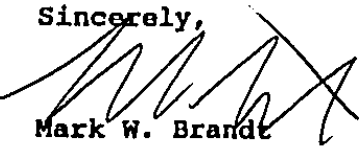
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/07/96--01064--003
****122.50 ****122.50

Gentlemen:

Enclosed are two original executed Articles of Incorporation for Suncoast Guardianship Association, Inc., a non-profit corporation, and a check for filing fees in the amount of \$122.50. Please file the articles as soon as possible and return one certified copy to my attention.

Sincerely,


Mark W. Brandt
cm

Enclosures

cc: Patricia K. Miller

NOV 8 1996.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
SUNCOAST GUARDIANSHIP ASSOCIATION, Inc.**
a Florida Nonprofit Corporation

- I. **NAME.** The Name of the Corporation is - Suncoast Guardianship Association, Inc.
- II. **DURATION.** The duration of the Corporation is perpetual.
- III. **PURPOSES.** The Purpose of the Corporation is as follows:
 - A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation is for the betterment of guardianship and any/all related organizations and businesses.
 - B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.
 - C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.
- IV. **MEMBERS.** The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The name and address of each initial Voting Member is as follows:

Patricia K. Miller, 39650 US 19 North, #331, Tarpon Springs, Florida 34689
Frances H. Reschlein, 2308 Demaret Dr., Dunedin, Florida 34698
Pamela Robbins, 9511 - 120th Street North, Seminole, Florida 33772
Bruce Wallace, 3085 19th Place, SW, Largo, Florida 33774
Ernest H. Wartenberg, 625 Village Way, Palm Harbor, Florida 34683
- V. **INITIAL REGISTERED AGENT AND OFFICE.** The initial registered agent is Mark W. Brandt and the initial registered office is 595 Main Street, Dunedin, Florida.

- VI. **INITIAL BOARD OF DIRECTORS.** The initial Board of Directors shall have five (5) members whose name and addresses are:

Patricia K. Miller, 39650 US 19 North, #331, Tarpon Springs, Florida 34689
Frances H. Reschlein, 2308 Demaret Dr., Dunedin, Florida 34698
Pamela Robbins, 9511 - 120th Street North, Seminole, Florida 33772
Bruce Wallace, 3085 19th Place, SW, Largo, Florida 33774
Ernest H. Wartenberg, 625 Village Way, Palm Harbor, Florida 34683

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

- VII. **OFFICERS.** The officers of the Corporation shall consist of a President, Secretary and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

President - Patricia K. Miller, address above
Secretary - Ernest H. Wartenberg, address above
Treasurer - Pamela Robbins, address above
Director - Bruce Wallace, address above
Director - Frances H. Reschlein, address above

- VIII. **INCORPORATORS.** The name and addresses of the incorporators of this corporation are:

Phyllis Clark, 40 Diogenes Street, Palm Harbor, Florida 34683
Patricia K. Miller, 39650 US 19 North, #331, Tarpon Springs, Florida 34689
Frances H. Reschlein, 2308 Demaret Dr., Dunedin, Florida 34698
Kathryn Turansky, 107 15th Avenue, Indian Rocks Beach, Florida 34635
Ernest H. Wartenberg, 625 Village Way, Palm Harbor, Florida 34683

- IX. **NONSTOCK BASIS.** The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates is so provided in the bylaws.

X. CORPORATE ADDRESS. The mailing address of the Corporation's initial principal office is Post Office Box 7077, Clearwater, Florida 34618.

IN WITNESS WHEREOF, the undersigned have signed these Article of Incorporation on this the 31st day of October, 1996.

Patricia K. Mullin
Dore Wallace
Ernest H. Wartenberg
Gian Reschlein
Patricia Robbins

ACKNOWLEDGED before me on this 31st day of October, 1996 by the persons above who are personally known to me, and who executed the foregoing Articles of Incorporation and acknowledge to and before me that they executed said instrument for the purposed therein expressed.

Joseph E. Vannon
NOTARY PUBLIC, State of Florida

I accept designation as registered agent:

Mark W. Brandt
Mark W. Brandt
595 Main Street
Dunedin, FL 34698



JOSEPH E. VANNON
MY COMMISSION # CC392307 EXPIRES
July 13, 1999
BONDED THRU TROY FARM INSURANCE, INC.