

**LEIGH M. FISHER, P.A.**

**ATTORNEYS AT LAW**

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LEIGH M. FISHER

*N 96000005780*

Reply to:  
P.O. Drawer 1485  
Cape Coral, FL 33910

1505 S.E. 40 Street  
Cape Coral, FL 33904  
(4000 Del Prado Building)

November 5, 1996

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

000001999330--2  
-11/07/96--01068--011  
\*\*\*\*122.50 \*\*\*\*122.50

RE: TEENS AGAINST DRUGS AND ALCOHOL  
OF SOUTHWEST FLORIDA, INC.  
Our File No. 96F-100

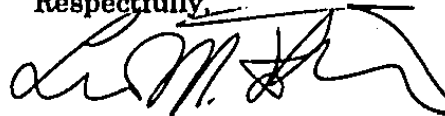
Dear Sir or Madam:

Enclosed herewith is an original and one copy of the Articles of Incorporation and Certificate of Registered Agent for the above referenced corporation, together with my check in the amount of \$122.50 in payment of the following:

1.	Filing Fees	\$ 35.00
2.	Certified Copy	\$ 52.50
3.	Designation of Registered Agent	\$ 35.00
	<b>TOTAL</b>	<b>\$122.50</b>

Your prompt attention to this matter is appreciated.

Respectfully,



Leigh M. Fisher

LMF:plp  
Enclosures

Angie Castle GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Art X  
DATE 11-13-96  
DOC. EXAM BR

96 NOV - 7 AM 9:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER NOV 13 1996

**ARTICLES OF INCORPORATION**  
**of**  
**TEENS AGAINST DRUGS AND ALCOHOL**  
**OF SOUTHWEST FLORIDA, INC.**  
**(A Corporation Not for Profit)**

**FILED**  
96 NOV -7 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of CH. 617 of the Florida Statutes, do agree to the following:

**ARTICLE I**

**Name**

The name of this corporation is **TEENS AGAINST DRUGS AND ALCOHOL OF SOUTHWEST FLORIDA, INC.**

**ARTICLE II**

**Purpose**

The general nature of the objects and purposes of this corporation shall be:

- (a) Work and recreation program for teenagers.
- (b) Operate exclusively for pleasure, recreation, and other nonprofit purposes, and no part of any net earnings shall inure to the benefit of any member, director, or officer.
- (c) This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided, however, that this corporation is not empowered to engage in any activity that in itself is not in

furtherance of its purposes as set forth in the subparagraphs of this Article.

### **ARTICLE III**

#### **Qualification of Members**

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other interested persons of good moral character who upon application to the organization are accepted by the membership in the manner provided in the by-laws.

### **ARTICLE IV**

#### **Terms of Existence**

This corporation shall have perpetual existence.

### **ARTICLE V**

#### **Subscribers**

The names and residences of the subscribers to these articles of incorporation are:

JOHN NARDONE	1240 S.W. 3 <sup>rd</sup> Avenue Cape Coral, Florida 33991
JOSEPHINE P. NARDONE	1240 S.W. 3 <sup>rd</sup> Avenue Cape Coral, Florida 33991
STEPHEN J. NARDONE	102 S.W. 15 <sup>th</sup> Terrace Cape Coral, Florida 33991

## ARTICLE VI

### Officers

Section 1. The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided by the by-laws.

Section 2. The names of the person who are to serve as officers of this corporation until the first meeting of the Board of Directors are:

President:           **JOHN NARDONE**  
Vice President:   **JOSEPHINE P. NARDONE**  
Secretary:         **STEPHEN J. NARDONE**  
Treasurer:         **JOHN NARDONE**

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

## ARTICLE VII

### Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially. The number of directors may be increased from time to time, by the by-laws, but shall never be less than three.

Section 2. The Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. 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:

JOHN NARDONE *PT*

1240 S.W. 3<sup>rd</sup> Avenue  
Cape Coral, Florida 33991

JOSEPHINE P. NARDONE *V*

1240 S.W. 3<sup>rd</sup> Avenue  
Cape Coral, Florida 33991

STEPHEN J. NARDONE *S*

102 S.W. 15<sup>th</sup> Terrace  
Cape Coral, Florida 33991

## **ARTICLE VIII**

### **By-Laws**

Section 1. The membership 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.

Section 2. Upon proper notice the by-laws may be amended, altered or rescinded by a two-thirds vote of the membership present at any regular meeting or special meeting called for that purpose.

## **ARTICLE IX**

### **Amendments**

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, or intention to submit such amendments.

## **ARTICLE X**

### **Location**

The address of this corporation's initial principal office in the State of Florida is 1900 Honda Drive, Unit #4, Fort Myers, Florida 33907.

The name of this corporation's initial registered agent at the above address is Leigh M. Fisher, Esq., 1505 S.E. 40<sup>th</sup> Street, P. O. Drawer 1465, Cape Coral, Florida 33910.

## **ARTICLE XI**

### **Income from Public Events**

If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation by non-members will be paid over to any organization which is exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code on an annual basis, if not needed by this organization.

## **ARTICLE XII**

### **Nonprofit Status**

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2. The corporation shall not carry on propaganda, or otherwise act to influence legislation.

### **ARTICLE XIII**

#### **Dues**

The amount of annual dues payable by members shall be such amount as set forth in the by-laws of the corporation.

### **ARTICLE XIV**

#### **Powers**

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

### **ARTICLE XV**

#### **Meetings**

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the by-laws.

Section 2. The corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

### **ARTICLE XVI**

#### **Distribution of Assets Upon Dissolution**

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization 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 applicable provisions 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 or trustee of this corporation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals, this 22 day of August, 1996, for the purpose of forming this corporation not for profit under laws of the State of Florida.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
John Nardone  
JOHN NARDONE

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Josephine P. Nardone  
JOSEPHINE P. NARDONE

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Stephen J. Nardone  
STEPHEN J. NARDONE

STATE OF FLORIDA    )  
                              ) SS  
COUNTY OF LEE        )

The foregoing instrument was acknowledged before me this 22 day of August, 1996 by **JOHN NARDONE**, who is personally known to me or has produced \_\_\_\_\_ as identification and did ~~not~~ take an oath.

My commission expires:

Mary Margaret Embroli  
Notary Public



MARY MARGARET EMBROLI  
My Commission CC366981  
Expires Aug. 26, 1998  
Bonded by ANB  
800-832-5878



STATE OF FLORIDA     }  
COUNTY OF LEE        } SS

The foregoing instrument was acknowledged before me this 22 day of August, 1996 by **JOSEPHINE P. NARDONE**, who is personally known to me or has produced \_\_\_\_\_ as identification and ~~did~~ did not take an oath.

My commission expires:



MARY MARGARET EMBROLI  
My Commission CC399961  
Expires Aug. 26, 1998  
Bonded by ANB  
800-852-5678

*Mary Margaret Embroli*  
Notary Public

STATE OF FLORIDA     }  
COUNTY OF LEE        } SS

The foregoing instrument was acknowledged before me this 22 day of August, 1996 by **STEPHEN J. NARDONE**, who is personally known to me or has produced \_\_\_\_\_ as identification and ~~did~~ did not take an oath.

My commission expires:




MARY MARGARET EMBROLI  
My Commission CC399961  
Expires Aug. 26, 1998  
Bonded by ANB  
800-852-5678

*Mary Margaret Embroli*  
Notary Public

**ACCEPTANCE BY REGISTERED AGENT**

I HEREBY accept appointment as agent of **TEENS AGAINST  
DRUGS AND ALCOHOL OF SOUTHWEST FLORIDA, INC.**, a Florida  
Corporation, upon whom process, tax notice or demands may be served.

DATED this 22<sup>nd</sup> day of Aug., 1996.



**LEIGH M. FISHER, ESQUIRE**  
P.O. Drawer 1465  
Cape Coral, Florida 33910  
1505 SE 40th Street  
Cape Coral, Florida 33910

**FILED**  
96 NOV -7 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA