

# N98000001953

PEYTON LAW FIRM, P.A.

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*\*Reply to New Port Richey*

March 30, 1998

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

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-04/02/98--01035--005  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Florida Guardianship Services, Inc.

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation, as well as a Registered Agent's Certificate for the above-referenced new Florida corporation now being formed.

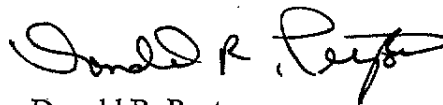
Also enclosed is a check for the following:

_____ \$70.00	Filing Fee
_____ \$78.75	Filing Fee & Certificate
<u>X</u> \$122.50	Filing Fee & Certified Copy
_____ \$131.25	Filing Fee, Certified Copy, & Certificate

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Please send all communications to me at 7317 Little Road, New Port Richey, FL 34654. Your cooperation and assistance will be appreciated.

Sincerely,



Donald R. Peyton

DRP/  
Enc.

bx  
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## ARTICLES OF INCORPORATION

*The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:*

### ARTICLE I Name

The name of this corporation shall be: Florida Guardianship Services, Inc.

### ARTICLE II Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be: 7317 Little Road, New Port Richey, FL 34654.

### ARTICLE III Purposes

The specific purposes for which the corporation is organized are:

- A. To provide guardianship services within the State of Florida to persons who have a need for such services, and to do any other activities permitted by Chapter 617, Florida Statutes, and *Internal Revenue Code, §501(c)*.
- B. For the advancement of charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- C. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it 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, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

### ARTICLE IV Manner of election of directors

The manner in which the directors are elected or appointed is as follows: The directors shall be elected or appointed as provided in the bylaws.

### ARTICLE V Limitation of corporate powers

The corporate powers of this corporation are as provided in §617.0302, Florida Statutes.

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ARTICLE VI  
Initial registered agent and street address

The name and street address of the initial registered agent are: Donald R. Peyton, 7317 Little Road, New Port Richey, FL 34654.

ARTICLE VII  
Incorporator

The name and street address of the incorporator for these articles of incorporation are: Donald R. Peyton, 7317 Little Road, New Port Richey, FL 34654.

ARTICLE VIII  
Duration

The term of existence of the corporation is perpetual.

ARTICLE VI  
Management of corporate affairs

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, the number of which shall be determined by the bylaws, consisting of not less than three (3) natural persons.

B. The Directors named herein as the first Board of Directors, and all subsequent Directors shall serve for a terms of one (1) year and until the qualification of the successors in office.

C. Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Donald R. Peyton	7317 Little Road, New Port Richey, FL 34654
Karen E. Peyton	7317 Little Road, New Port Richey, FL 34654

Kristi Jo Peyton

7317 Little Road, New Port Richey, FL 34654

## ARTICLE VII

### Earnings and activities of the corporation

A. 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 distribution in furtherance of the purposes set forth herein above.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempt to influence legislation, publishing or distribution of statements any political campaign on behalf of any candidate for public office.

C. 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 of 1954 (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## ARTICLE VIII

### Distribution of assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liability of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE IX

### Membership

Initially, there shall be no members of this corporation. The bylaws may provided for membership, in which case the qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE XIV  
Amendment

Amendment to these Articles of Incorporation may be adopted by a majority vote at a meeting of the board of directors.

The undersigned incorporator has executed these Articles of Incorporation on March 30, 1998.

Signature of Incorporator:

Donald R. Peyton

Donald R. Peyton

Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

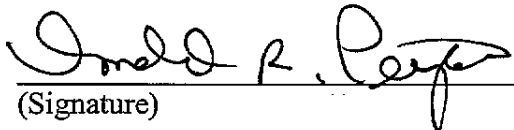
1. The name of the corporation is:

FLORIDA GUARDIANSHIP SERVICES, INC.

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

Donald R. Peyton  
7317 Little Road  
New Port Richey, FL 34654

*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)

Date: March 30, 1998

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