

N 98000002839

TRANSMITTAL LETTER

FILED

98 MAY 18 PM 3:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Willis Adult Family Care Home, Inc.
(Proposed corporate name - must include suffix)

800002527859--0
-05/18/98--01113--011
*****78.75 *****78.75

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

ADDITIONAL COPY REQUIRED

Alma Bailey GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Article VI*
DATE *5/18/98*
DOC. # *8888*
WILL
WAIT

Alma Bailey
Name (Printed or typed)

P.O. Box 226
Address

Midway, Florida 32343
City, State & Zip

(850) 574-1861 / (850) 581-1018
Daytime Telephone number

RECEIVED
98 MAY 18 PM 3:08
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P. Hall

MAY 18 1998
(3)

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

**ARTICLES OF INCORPORATION
OF
WILLIS ADULT FAMILY CARE HOME, INC. FILED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this corporation shall be Willis Adult Family Care Home, Inc.

**ARTICLE II
PRINCIPAL LOCATION**

SECTION 1. The principal location of this corporation shall be 526 Palmer Road, Midway, Florida 32343.

SECTION 2. The mailing address of this corporation shall be Post Office Box 226, Midway, Florida 32343.

**ARTICLE III
PURPOSES**

The purpose for which this corporation is organized are as follows:

SECTION 1. Provide a safe, decent and sanitary facility to house residents fifty-five (55) years of age and older who cannot care for themselves and have no other place to live.

SECTION 2. a. This corporation shall be organized exclusively for charitable, religious, educational and scientific purposes as making distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code.

b. No part of the net earnings of the organizations shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization 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 this purposes clause hereof. No substantiated part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or

distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under section 170 (c) of the Internal Revenue Code or corresponding section of any future tax code.

SECTION 3. To organize a board of directors that shall provide general managerial, policy-making and oversight responsibilities.

SECTION 4. To obtain necessary funding to adequately finance the corporation's activities.

ARTICLE IV OFFICERS

The officers of this corporation shall be a:

1. President
2. Vice-President
3. Secretary/Treasurer

ARTICLE V MANNER OF ELECTION OF DIRECTORS

SECTION 1. The original incorporators shall serve as the initial board of directors.

SECTION 2. Directors shall be elected bi-annually by the membership.

SECTION 3. The board of directors shall be the membership and the membership shall be the board of the directors.

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent shall be Alma Bailey, whose address is 526 Palmer Rd, Midway, FL 32343.

**ARTICLE VII
INCORPORATORS/SUBSCRIBERS**

The name and addresses of the incorporators are:

<u>Natalie J. Rosier</u>	<u><i>Natalie Rosier</i></u>	<u>5-17-98</u>
Name	Signature	Date

P. O. Box 651
Mailing Address

<u>Midway</u>	<u>Florida</u>	<u>32343</u>
City	State	Zip Code

<u>Barry Staley</u>	<u><i>Barry Staley</i></u>	<u>5/17/98</u>
Name	Signature	Date

P. O. Box 0391
Mailing Address

<u>Midway</u>	<u>Florida</u>	<u>32343</u>
City	State	Zip Code

<u>Gwendolyn Staley</u>	<u><i>Gwendolyn Staley</i></u>	<u>5/18/98</u>
Name	Signature	Date

P. O. Box 2552
Mailing Address

<u>Midway</u>	<u>Florida</u>	<u>32343</u>
City	State	Zip Code

**ARTICLE VIII
INCORPORATORS/SUBSCRIBERS**

These articles of incorporations may be amended by a majority vote of the board of directors present and voting at a regular or special meeting, providing that a written notice is mailed to each member at least ten (10) days prior to the date of the meeting. The notice must state what article is being amended and what the proposed change is. A quorum must be established before any action can be taken.

ARTICLE IX DISSOLUTION

With a majority of the members present and voting, this corporation can be dissolved, otherwise, it shall be perpetual. Should dissolution receive a favorable vote, all assets remaining after liquidating all liabilities shall first be made available to the funding sources. In the event these sources choose to allow the assets to remain with this dissolving organization, this corporation shall then offer them to another 501 (c) (3) organization and finally to a unit of local government. In the event all of these fail, the corporation may sell its equipment, furniture and other non-cash assets and divide the proceeds along with other previously remaining cash on a prorated basis and refund it to the sources providing the cash or funding that was used to purchase non-cash assets. Private donations or funds raised through solicitations or other non-grant means shall be transferred to another 501 (c) (3) organization providing similar services as the dissolved organization.

ARTICLE X EFFECTIVE DATE

The date that this corporation shall become effective shall be the date that these articles of incorporation are recognized by the Division of Corporations of the Office of the Secretary of the State as reflected on this articles.

Having been named as registered agent and to accept services of process for the above state 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 families with and accept the obligations of my position as registered agent.

Olinda E. Bailey

Signature

Registered Agent

5/17/98

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA