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July 21, 1998

Florida Department of State  
Document Specialist  
P.O. Box 6237  
Tallahassee, FL 32314

EFFECTIVE DATE  
7-21-98

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-07/28/98--01022--009  
\*\*\*\*122.50 \*\*\*\*122.50

RE: CARING HEARTS GUARDIANSHIP, INC.

Dear Customer Service:

Enclosed you will find one original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 for filing the Articles of Incorporation.

Please process as soon as possible and submit a return receipt of the Articles back to our office.

Thank you for your cooperation in this matter.

Sincerely,

*Sharon LaPointe*

Sharon LaPointe  
Paralegal

FILED  
98 JUL 28 AM 10:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Osceola ParaLegal Services, Inc.  
17 S. Orlando Ave.  
Kissimmee, FL 34741

7-31-98  
HAM

**EFFECTIVE DATE**  
7-21-98

## **ARTICLES OF INCORPORATION**

**OF**

### **CARING HEARTS GUARDIANSHIP, INC.**

**FILED**  
98 JUL 28 AM 10:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, being desirous of forming a corporation for non profit purposes, pursuant to Chapter 617 of the Florida Statutes, do hereby recite the following:

#### **ARTICLE I**

The name of this corporation is CARING HEARTS GUARDIANSHIP, INC. The address of the corporation shall be 17 S. Orlando Ave., Suite A, Kissimmee, FL 34741.

#### **ARTICLE II NOT FOR PROFIT**

The corporation is a corporation not for profit as defined in Section 617.01, Florida Statutes (1987). The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

#### **ARTICLE II DURATION**

This corporation shall have perpetual existence commencing upon the date and subscription of these articles.

#### **ARTICLE III PURPOSE**

This corporation may engage in any activity permitted under the laws of the United States and the State of Florida within the following purposes:

1. To provide legal guardianship services to the Insolvency of the elderly, disabled, and minors. To solicit and receive grants and contributions, and manage the amounts received by providing the guardianship services.
2. To operate as a direct-support organization created by the authority of Florida Statutes Sections 237.40 to receive governmental grants for the benefit of the Guardianship program.
3. The purpose for which the CARING HEARTS GUARDIANSHIP, INC., is organized are exclusively for the benefit of individuals who are in need of the services of Legal Guardianships and do not have the financial means to support their needs within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V  
MEMBERS

There are no members of the Corporation of Caring Hearts Guardianship, Inc.

ARTICLE VI  
INITIAL REGISTERED OFFICER AND AGENT

The name of the initial registered agent and the street address of the initial registered office are: C. Michael Magruder, Esq., 220 E. Monument Ave. Suite C, Kissimmee, FL 34741.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is four (4). The number of directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than three. The Voting Members shall elect the Directors at an annual meeting of Voting Members. The By-Laws may provide for ex officio and honorary Directors, and their rights and privileges. The name and address of each Initial Director of the Corporation is as follow:

Kathleen M. Foust  
1083 Lake Shore Blvd.  
Kissimmee, FL 34744

Sharon A. LaPointe  
88 Zacalo Way  
Kissimmee, FL 34743

Joan S. Davidson  
2340 Virginia Dr.  
Kissimmee, 34741

Patrina Morales  
711 Vichy Ln.  
Kissimmee, FL 34758

ARTICLE VIII  
OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, and such other Officers and Assistant Officers as may be provided for in the By-Laws. 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 By-Laws. The name and address of each initial Officer of the Corporation is as follows:

NAME	TITLE	ADDRESS
Kathleen M. Foust	President/Founder	17 S. Orlando Ave. Ste A. Kissimmee, FL 34741
Sharon A. LaPointe	Vice President	17 S. Orlando Ave. Ste A. Kissimmee, FL 34741

Joan S. Davidson

Secretary

17 S. Orlando Ave. Ste A.  
Kissimmee, FL 34741

Patrina W. Morales

Treasurer

17 S. Orlando Ave. Ste A.  
Kissimmee, FL 34741

## ARTICLE IX INCORPORATOR

The name and address of the incorporator hereof is:

Kathleen M. Foust, 17 S. Orlando Ave., Suite A., Kissimmee, FL 34741

## ARTICLE X BY-LAWS

The members of the Board of Directors of the corporation may provide such By-Laws for the conduct of the Corporation's business and the carrying out of its purposes as they deem necessary or desirable from time to time. Upon proper notice, the By-Laws may be amended, altered or repealed by the majority vote of those members of the Board of Directors present at any regular meeting or at any special meeting called for that purpose. The provisions of Section 607.081, Florida Statutes (1987), as amended.

## ARTICLE XI AMENDMENT

The Articles of Incorporation of this corporation may be amended by the Voting Members of the corporation at any annual meeting or at any special meeting called for that purpose.

## ARTICLE XII LIMITATION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its member, 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 of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, (except as otherwise provided in Section 501 (h) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law), and the corporation 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 in these Articles, the corporation shall not carry on any other activities nor 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 States 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.)

### ARTICLE XIII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located, exclusively for such purposes.

### ARTICLE XIV ACCOUNTS AND BOOKS

The Board of Directors from time to time shall determine whether and to what extent, and at what times and places and under what conditions and regulations, the accounts and books of this corporation, or any of them, shall be opened to the inspection of the members, and no representative of the members shall have the right to inspect any account or document of this corporation except as conferred by a statute, the By-Laws, or authorized by the Board of Directors or by resolution of member.

### ARTICLE XV 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 or other certificate or writings evidencing an ownership or proprietary interest in the Corporation.

### ARTICLE XVI ACTIVITIES

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

### ARTICLE XVII INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and

Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not for Profit Corporation Act.

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal this 21st day of July, 1998, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.

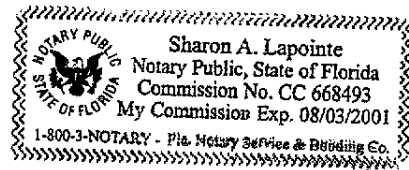
Kathleen M. Foust  
Kathleen M. Foust

STATE OF FLORIDA:  
COUNTY OF OSCEOLA:

BEFORE ME, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared Kathleen M. Foust, to me known, to be the person described herein as an incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed and subscribed these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me at Kissimmee, Florida,  
this 21st day of July, 1998.

Sharon A. Lapointe  
Notary Public-State of Florida  
My Commission Expires:



(seal)

#### ACCEPTANCE OF DESIGNATION

Having been designated as registered agent for the above named corporation to accept service of process at the address below, I hereby accept said designation and agree to act in this capacity and to comply with the revisions of said act relative to keeping open said office.

C. Michael Magruder  
C. MICHAEL MAGRUDER  
220 E. MONUMENT AVE. STE C.  
Kissimmee, Florida 34741

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SECRETARY OF STATE  
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