

N98000005155

TRANSMITTAL LETTER

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

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-09/04/98--01101--015
****131.25 ****131.25

SUBJECT: WIND TREE VILLAGE BRIDGE, INC.
(Proposed corporate name - must include suffix)

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

FROM: Nancy Ann Seiler
Name (Printed or typed)

5281 BAMBOO PLACE Unit B
Address

CLEARWATER FLORIDA 33760
City, State & Zip

(727) 536-9540
Daytime Telephone number

FILED
98 SEP -4 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
9/10/98

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

**ARTICLES OF INCORPORATION OF
WIND TREE VILLAGE BRIDGE, INC.**

The undersigned hereby associate themselves to form a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be WIND TREE VILLAGE BRIDGE, INC.

ARTICLE II – ADDRESS

The principal office address of this corporation is:

5281 Bamboo Place, Unit A, Clearwater, FL 33760

ARTICLE III – PURPOSES

The purposes for which the corporation is organized are:

- (a) To provide opportunity for individuals to serve in cooperative programs and relationships with the people in the Wind Tree Village neighborhood.
- (b) To initiate and support neighborhood development projects for residents of Wind Tree Village and to provide supports to low income residents as well as residents in crisis.
- (c) To address the need for people to be involved in a process which gives them the opportunity to work toward the solution of their own personal and community problems.
- (d) To provide a structure through which government and private organizations can channel their material and personal resources into the development of projects which serve people who live in the neighborhood.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- (e) In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

The purposes for which the corporation is organized shall be limited to those which are strictly charitable. In no event shall this corporation engage in any activity which would be contrary to the purposes and activities permitted to be engaged in by any organization, the activities of which are exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The corporation shall not engage, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the corporation engage in subversive activities.

The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE IV – MEMBERS

Members of the corporation shall consist of:

- (a) Individuals serving as Directors of the corporation; such members shall be voting members of the corporation.
- (b) To become a voting member of the corporation, an individual shall be elected by a 2/3 majority vote of the Board of Directors. When an individual ceases to be a member of the Board of Directors he shall cease to be a voting member of the corporation until such time as he again becomes a Director or until such time as a 2/3 majority of the Board of Directors vote to make the individual a voting member of the corporation.

ARTICLE V – OFFICERS AND DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3) nor more than ten (10) persons. The number of directors shall be fixed in the By-Laws of this corporation. Annual elections will be held on the 31st day of August of each year or such other date as selected by the Board of Directors. Election shall be by a 2/3 majority vote of members of this corporation in attendance at the annual meeting of the membership of this corporation.

The officers of the corporation shall consist of a President, Vice President, Secretary, and Treasurer. Each officer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his or her election by a 2/3 majority vote

of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy in any office on the Board of Directors, for any reason, the Board of Directors shall fill such vacancy for the unexpired term.

ARTICLE VI – POWERS

The corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any purposes for which the corporation is organized. In no event, however shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501 (c) (3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. Nor part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any private individual.

ARTICLE VII – TERM OF EXISTANCE

The corporation shall exist as long as at least one of the incorporators remains on the board.

ARTICLE VIII – BY-LAWS

The By-Laws of the corporation shall be initially approved by a unanimous vote

of the Board of Directors and thereunder may be altered or rescinded by a 2/3 majority vote of the members at the annual meeting of the members or at a duly called meeting of the members in accordance with the By-Laws.

ARTICLE IX – AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X – DISSOLUTION

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

ARTICLE – INITIAL REGISTERED OFFICE AND AGENT

The name and Florida street address of the initial registered agent are:

Nancy Ann Seiler
5281 Bamboo Place, Unit B
Clearwater, FL 33760

ARTICLE XII – INCORPORATORS

The following is the names and street addresses of the incorporators signing these

Articles:

Christine Theresa Seiler
5281 Bamboo Place, Unit A
Clearwater, FL 33760

German Ramiro Armijo
5281 Bamboo Place, Unit A
Clearwater, FL 33760

Nancy Ann Seiler
5281 Bamboo Place, Unit B
Clearwater, FL 33760

Christine T Seiler 8/31/98
Christine Theresa Seiler Date

German R Armijo 8/31/98
German Ramiro Armijo Date

Nancy Ann Seiler August 31, 1998
Nancy Ann Seiler Date

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.

Nancy Ann Seiler August 31, 1998
Nancy Ann Seiler Date

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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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.

FILED
98 SEP -14 AM 8:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. The name of the corporation is:

WIND TREE VILLAGE BRIDGE, INC.
(must include suffix)

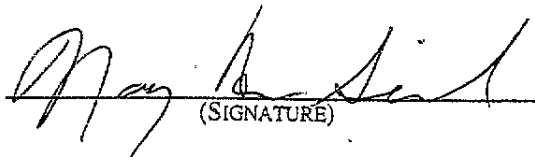
2. The name and address of the registered agent and office is:

Nancy Ann Seiler
(NAME)

5281 BAMBOO Place Unit B
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Clearwater FLORIDA 33760
(CITY/STATE/ZIP)

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)

August 31, 1998
(DATE)