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TRANSMITTAL LETTER

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98 SEP 24 AM 11:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Showers to Sunflowers, Inc.  
(Proposed corporate name - must include suffix)

000002648030--1  
-09/24/98--01041--007  
\*\*\*\*\*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

FROM: Tommisenia W. Holloman

Name (Printed or typed)

P. O. Box 1461

Address

Quincy, Florida 32353

City, State & Zip

850-875-1673

Daytime Telephone number

RECEIVED  
98 SEP 24 AM 10:50  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

P. Hall

SEP 24 1998

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

ARTICLES OF INCORPORATION  
SHOWERS TO SUNFLOWERS, INC.  
A NON-PROFIT CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation shall be Showers to Sunflowers, Inc.

ARTICLE II - LOCATION

The principle place of business is Quincy, Route 5, Box 239; and mailing address Post Office Box 1461; Quincy, Florida 32353.

ARTICLE III - PURPOSES

The specific purposes for which said corporation is:

1. Organized exclusively for charitable, educational, religious, or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any further Federal tax code).
2. To provide quality therapeutic social and health activities and services to adults who have functional impairments.
3. To pursue grants from corporations, foundations, and governmental agencies for the furtherance of the objectives of the corporation.

ARTICLE IV

MANNER OF ELECTION OF DIRECTORS

1. The organization incorporators shall serve as the initial Board of Directors.
2. Directors shall be elected bi-annually by membership.
3. Board of Directors shall be the membership and membership shall be the Board Directors unless the Board by majority of vote acts to change membership level.

## ARTICLE V

### LIMITATION OF CORPORATE POWERS

The corporate powers of the corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows: The activities, affairs and property of the Corporation shall be managed, directed and controlled, and its powers exercised by, and vested in, the Board of Directors.

Members of the Board shall be compensated for services rendered at a fair market value for services rendered. They may also be reimbursed for expenses incurred in the performance of services rendered for and on behalf of the corporation.

The Board shall not institute policies that provide for or promote discrimination based on race, color, sex, age, national origin, political affiliation, religion and other conditions prohibited by law.

No part of the net earnings of the corporations shall inure to the benefit of, or be distributed to, any director or officer of the Corporation or other private persons, except that the Corporation may be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the proposed set forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall 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 (or corresponding section of any future federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170 C(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

## ARTICLE VI

### BOARD

The Corporation is organized on a non-stock basis. The business affairs of the corporation shall be conducted by a Board of Directors of no more than nine (9) members nor less than three (3) members.

## ARTICLE VII

### MEMBERSHIP

1. The membership of the corporation shall be without limit and shall be open to any member of the community who have reached the Florida legal age to conduct business.
2. No person shall be denied membership because of conditions set forth in Article V.

## ARTICLE VIII

### DISSOLUTION

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in the Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

This Corporation shall not engage in any activity which would cause it to fail to qualify in Section 501(c)(3) of the Internal Revenue Code as amended or superseded.

## ARTICLES IX

### AMENDMENT OF ARTICLES

Amendment of these Articles of Incorporation may be proposed by a resolution adopted by a majority vote of the Board of Directors present and voting in accordance with all applicable provisions of Chapter 617 of the Florida Statutes.

ARTICLE X

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

Tommisenia W. Holloman  
1605 West Elm Street  
(mail: P.O. Box 1461)  
Quincy, Florida 32353

ARTICLE XI

INCORPORATORS

The undersigned incorporators have executed these articles of incorporation as following:

Tommisenia W. Holloman  
Tommisenia W. Holloman  
1605 West Elm Street  
(Mail: P.O. Box 1461)  
Quincy, Florida 32353

9/21/98  
Date

Terrell M. Watson  
Terrell M. Watson  
5629 Rustic Drive  
Tallahassee, Florida 32303

9/21/98  
Date

Annie D. Coward  
Annie Doris Coward  
651 South 9th Street  
Quincy, Florida 32351

9/21/98  
Date

Ethel Louise Bell  
Ethel Louise Bell  
206 Valley Drive  
Quincy, Florida 32351

9/21/98  
Date

REGISTERED AGENT

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.

Thomas W. Hollman  
Signature/Registered Agent

9/21/98  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA