

# N99000002477

## TRANSMITTAL LETTER

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

700002844167--6  
-04/19/99--01125--016  
\*\*\*\*131.25 \*\*\*\*\*78.75

SUBJECT: Atwell Center of Southwest Florida, Inc.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$131.25. Please provide a certified copy of these Articles.

SIGNED: Patricia Bilitzke

From:

Patricia Bilitzke  
Atwell Center of Southwest Florida, Inc.  
501 Goodlette Road North  
Bldg. D-100 Suite 9  
Naples, Florida 34102

FILED  
99 APR 19 PM 3:14  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

SHARON

APR 21 1999

**ARTICLES OF INCORPORATION  
OF  
ATWELL CENTER OF SOUTHWEST FLORIDA, INC.**

**FILED**  
19 APR 19 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PREAMBLE**

I, the undersigned being of legal age and a natural person, in order to form a non-profit corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

**ARTICLE I NAME**

The name of the corporation shall be Atwell Center of Southwest Florida, Inc. The principal place of business and mailing address of this corporation shall be located at 501 Goodlette Road North D100 Suite 9, Naples, Florida 34102.

**ARTICLE II OBJECT AND PURPOSE**

The purposes for which this corporation is organized are to provide mental health counseling services and related support services to member of the local community at a reasonable cost and to help each client improve his or her quality of life through the appropriate mixture of assessment, counseling and rehabilitation.

In the event of dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all remaining assets for one or more exempt purposes within the of Section 501(c)3 of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

#### **ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS**

The name of the initial registered agent of this Corporation is Patricia Bilitzke. The address of the initial registered agent is 6118 Thresher Drive, Naples, Florida 34112.

#### **ARTICLE V - INCORPORATOR**

The name of the incorporator to these Articles of Incorporation is Patricia Bilitzke. The address of the incorporator is 6118 Thresher Drive, Naples, Florida 34112.

#### **ARTICLE VI - INITIAL DIRECTORS**

The property, business and affairs of this Corporation shall be managed by a Board of Directors which shall initially consist of four members. Said Board of Directors shall have the rights and duties of directors of corporations under Chapter 607, Florida Statutes. In no event shall the number of Directors be less than three. If the number of Directors determined as provided above shall ever be less than four, the remaining directors shall appoint temporary Directors to act in such a capacity until the number of members shall at least equal four. The manner of election for Directors shall be as provided by in the Bylaws.

The names and addresses of each person who is to serve as the initial directors of this Corporation is set forth below.

Patricia Bilitzke  
6118 Thresher Drive  
Naples, FL 34112

James Boorstin, MD  
680 2<sup>nd</sup> Ave N  
Naples, FL 34102

Jean Rawson, PA  
400 5<sup>th</sup> Avenue S, Suite 300  
Naples, FL 34102

Jamie Mueller  
2233 45<sup>th</sup> Street SW  
Naples, FL 34116-6327

## ARTICLE VII - PERIOD OF DURATION

The period of the duration of this corporation is perpetual.

## ARTICLE VIII - MEMBERS

This corporation shall have no members.

## ARTICLE IX - LIMITATION ON PRIVATE INUREMENT

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that this corporation 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 these Articles.

## ARTICLE X - GENERAL LIMITATION ON ACTIVITIES

Notwithstanding any other provisions of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)3 of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section (170)(c)(2) of the Internal Revenue Code.

The undersigned incorporator has executed these Articles of Incorporation this Fifteenth Day of April, 1999 and hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

  
\_\_\_\_\_  
Patricia Bilitzke, Incorporator

## CERTIFICATE OF DESIGNATION

### 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:

Atwell Center of Southwest Florida, Inc.

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

Patricia Bilitzke

6118 Thresher Drive

Naples, Florida 34112

FILED  
99 APR 19 PM 3:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signature: \_\_\_\_\_

*Patricia Bilitzke*

Patricia Bilitzke

Title: President

Date: \_\_\_\_\_

4-15-99

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: \_\_\_\_\_

*Patricia Bilitzke*

Patricia Bilitzke

Date: \_\_\_\_\_

4-15-99