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July 19, 1999

Secretary of State  
Division of Corporations  
Bureau of Corporate Records  
409 East Gaines Street  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

600002937196--4  
-07/21/99--01020--013  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Sharity of Central Florida, Inc.

Dear Sir or Madam:

I am enclosing our firm check in the amount of \$122.50 in connection with the above corporation for the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
<b>TOTAL</b>	<b>\$122.50</b>

I am also enclosing the original and a copy of the Articles of Incorporation and the Acceptance of Designation as Registered Agent. Please return the copy to this office once it has been certified.

Your assistance in this matter is appreciated.

Very truly yours,

Kurt E. Thalwitzer

Cathy Miller

KET:  
Enclosures

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99 AUG 17 PM 12:51  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

17381

AUG 25 1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 28, 1999

KURT E. THALWITZER, ESQ.  
P. O. BOX 2854  
ORLANDO, FL 32802-2854

SUBJECT: SHARITY OF CENTRAL FLORIDA, INC.  
Ref. Number: W99000017381

We have received your document for SHARITY OF CENTRAL FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Sampson  
Document Specialist

Letter Number: 099A00038385

**ARTICLES OF INCORPORATION  
OF  
SHARITY OF CENTRAL FLORIDA, INC.**

(A Not-for-Profit Corporation Under  
Chapter 617, Florida Statutes)

**FILED**  
99 AUG 17 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name by which this Corporation shall be known is SHARITY OF CENTRAL  
FLORIDA, INC..

**ARTICLE II**

**TERM OF EXISTENCE**

The term for which the Corporation shall exist shall be perpetual.

**ARTICLE III**

**PURPOSES AND POWERS**

The specific purposes for which this Corporation is to be organized and  
incorporated are:

1. To relieve the plight of the poor of Florida, by receiving contributions, in  
the form of food, articles of clothing, and other items, from various sources and  
distributing them to other tax-exempt organizations.

2. Said corporation is organized exclusively for charitable purposes including the making of 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.

3. Subject to the limitations as set forth in Article IV, in accomplishing the foregoing purposes, the Corporation will be authorized to exercise all powers of a not-for-profit corporation organized under Chapter 617, Florida Statutes.

#### **ARTICLE IV**

##### **LIMITATION OF CORPORATE POWERS**

The corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes, unless limited, as follows:

1. (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, members (unless such member is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986) or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation by such persons.

(b) 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 directly or indirectly participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by (1) a corporation 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) or (2) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

2. In the event of dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of solely by order of the Circuit Court of Seminole County, Florida, exclusively for such purposes or to such organizations as said court shall determine which are organized and operated exclusively for such purposes.

## **ARTICLE V**

### **PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of this Corporation shall be:  
104 Stonebridge Dr., Longwood, FL 32779.

## **ARTICLE VI**

### **REGISTERED AGENT AND STREET ADDRESS**

The name of the Corporation's registered agent to receive service of process is Kurt Thalwitzer, Mateer and Harbert, P.A., Suite 600, 225 East Robinson Street, Orlando, Florida 32801.

## **ARTICLE VII**

### **MANAGEMENT AND MANNER OF ELECTION OF DIRECTORS**

1. The affairs of the Corporation are to be managed by a Board of Directors. The exact number of director or directors shall be the number fixed from time to time by a resolution of the Board of Directors.

2. Directors shall be elected or appointed in such manner and shall have such qualifications as are specified by the Bylaws of the Corporation.

3. The Board of Directors of the Corporation shall elect such officers of the Corporation as the Board of Directors shall from time to time deem advisable as provided in the Bylaws of the Corporation. The officers of the Corporation shall have such duties, hold office for such terms, and be elected by the Board of Directors in such manner as is provided for in the Bylaws of the Corporation.

## **ARTICLE VIII**

### **INCORPORATOR**

The name and street address of the initial incorporator of the Articles of

Incorporation is: Shari Patience-Denaro, 104 Stonebridge Dr., Longwood, FL 32779.

**ARTICLE IX**

**MEMBERSHIP**

The existence of members and their qualifications shall be optional, as provided in the Bylaws.

**ARTICLE X**

**BYLAWS**

The Bylaws of the Corporation shall be adopted and may be altered, amended, repealed or supplemented only by the Board of Directors at any meeting thereof in accordance with the provisions of the Bylaws relating to such amendment.

**ARTICLE XI**

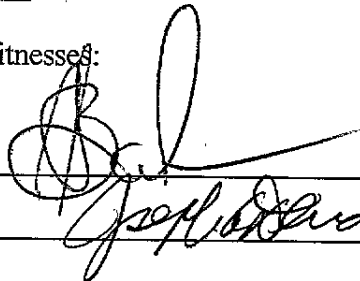
**AMENDMENT TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended by the Board of Directors in accordance with the procedure provided by Chapter 617, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles on August

7<sup>th</sup>, 1999.

Witnesses:

  
\_\_\_\_\_

SHARITY OF CENTRAL  
FLORIDA, INC.

By: 

\_\_\_\_\_  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing By-laws were acknowledged before me this 7 day of August, 1999, by Shari Patience Dams, as Incorporator of Sharity of Central Florida, Inc., a Florida corporation, on behalf of the corporation. He/she is ☒ personally known to me or ☐ produced \_\_\_\_\_ (type of identification) as identification.



William D Pigozzi  
My Commission CC586439  
Expires Sep. 18, 2000

A handwritten signature of William D. Pigozzi in dark ink.

Notary Public – State of Florida

Printed Name: William D. Pigozzi

My Commission Expires: 1



**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 FLORIDA, SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE,  
IN THE STATE OF FLORIDA.

1. The name of the corporation is:

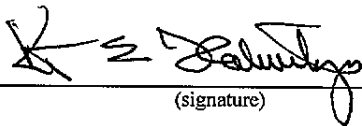
Sharity of Central Florida, Inc.

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

Kurt Thalwitzer  
225 E. Robinson St., Suite 600  
Orlando, FL 32801

**FILED**  
99 AUG 17 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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)

8/16/99  
(date)