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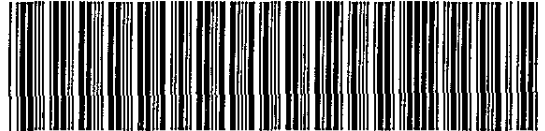
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LAW OFFICES OF
JOSEPH C. FULLER, P.A.
A Professional Association

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June 16, 2003

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

Re: Proposed corporation to be known as:
NEW BEGINNINGS, INC., A MEDICAID WAIVER ADULT DAY TRAINING
PROGRAM

To Whom It May Concern:

Please find enclosed original and one copy of the Articles of Incorporation and Designation and Acceptance of Registered Agent for the above proposed corporation. Also enclosed is our firm's check in the amount of \$ 78.75 made payable to the Florida Department of State, for filing fee of \$ 35.00, designation of registered agent fee of \$ 35.00, and \$ 8.75 for a conformed copy of the Articles of Incorporation upon filing. Thank you for your cooperation and assistance.

Very truly yours,


Joseph C. Fuller
For the Firm

JCF:mbm
Copy to clients

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

NEW BEGINNINGS, INC., A MEDICAID WAIVER ADULT DAY TRAINING PROGRAM

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is New Beginnings, Inc., A Medicaid Waiver Adult Day Training Program.

ARTICLE II

The existence of the Corporation shall begin on June 25, 2003. The period of the corporation's duration shall be perpetual until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE III

The street address of the principal office of the Corporation is 1013 S.E. 12th Avenue, Unit 1013, Cape Coral, Florida 33990.

ARTICLE IV

The general purposes for which the corporation is organized are the following:

- (A) To engage in and transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- (B) To do such other things as are incidental to the purposes of the corporation and are necessary or desirable in order to accomplish them.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is 100 shares, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders

of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial street address of the Corporation's registered office is 4107 N.W. 26th Street, Cape Coral, Florida 33993. The initial registered agent for the Corporation at that address is Evelyn M. Nicholson.

ARTICLE VII

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
<u>Evelyn M. Nicholson</u>	4107 N.W. 26 th Street Cape Coral, Florida 33993
<u>Ray T. Nicholson</u>	4107 N.W. 26th Street Cape Coral, Florida 33993

ARTICLE VIII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Evelyn M. Nicholson	4107 N.W. 26th Street Cape Coral, Florida 33993

ARTICLE IX

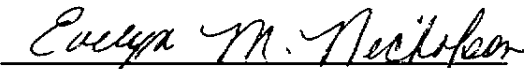
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE X

The corporation may be dissolved at any time (1) by unanimous written

consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds (2/3rds) of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 16 day of June, 2003.


Name: Evelyn M. Nicholson

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 (3),
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: New Beginnings, Inc., A Medicaid Waiver Adult Day Training Program.

2. The name and address of the registered agent and office is: Evelyn M. Nicholson, 4107 N.W. 26th Street, Cape Coral, Florida 33993

Having been named as registered agent and to accept service of process for the above-stated corporation at the place stated 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.

DATED: 6.16.03

Evelyn M. Nicholson
Evelyn M. Nicholson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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