



D. W. McKinnon, Director
Division of Corporations
904/487-6000

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State

Mrs. Nettie Sims, Chief
Bureau of Corporate Records
904/487-6900

January 24, 1986

Dennis R. Long, Esq.
Wilson, Wilson & Long
PO Box 1020
Palm Harbor, FL 33563

Dear Mr. Long:

The Articles of Incorporation for PALM HARBOR
COMMUNITY SERVICES AGENCY, INC. were filed
on January 21, 1986, and assigned document number N13089.
Your check for \$38.00 covering the various fees has been
received.

Enclosed is a certified copy of the articles.

Should you have any questions regarding this matter, please telephone
(904) 487-6051, the Non-Profit Filing Section.

Sincerely,

D. W. McKinnon, Director
Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N13089

Articles of Incorporation

of

PALM HARBOR COMMUNITY SERVICES AGENCY, INC.

Florida Nonprofit Corporation

ARTICLE I

The name of this corporation is PALM HARBOR COMMUNITY SERVICES AGENCY, INC.

ARTICLE II

This is a nonprofit corporation, organized to provide opportunities to enhance the common good and welfare of Palm Harbor residents, pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes, Chapter 85-489, Laws of Florida, and Pinellas County Ordinance No. 85-28.

ARTICLE III

The term of existence of the corporation is perpetual.

ARTICLE IV

The specific and primary purposes for which this corporation is formed are:

(a) to provide for the administration and operation of the business and affairs of the "Palm Harbor Community Services District" (hereinafter "District") created pursuant to Pinellas County Ordinance No. 85-28.

(b) to operate in any other manner for such purposes as provided in Pinellas County Ordinance No. 85-28 and Chapter 85-489, Laws of Florida.

(c) to engage in such other activities as may be of mutual benefit to its members.

ARTICLE V

Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the

corporation shall be seven (7) appointed as follows:

1. Two (2) Directors who are officers or directors of, and appointed by, the Palm Harbor Friends of the Library, Inc.;
2. Two (2) Directors who are officers or directors of, and appointed by, the Palm Harbor Youth Recreation League, Inc.;
3. Two (2) Directors who are officers or directors of, and appointed by, the Palm Harbor Chamber of Commerce; and
4. One (1) Director appointed by the Board of County Commissioners.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time Directors appointed by the entities designated herein shall assume office.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years from the date of appointment and until the qualification of the successors in office.

Each Director shall be a qualified elector of, and reside within the District. If any Director ceases to reside anywhere within the District, resigns from office, or is removed for cause from office, his office shall be declared vacant, he shall be disqualified from further service, and a new director shall be appointed as provided herein to fill the unexpired term of office. Each Director shall hold office until his successor is appointed and qualified. Any resignation by a Director shall be accepted.

Annual meetings of the Directors shall be held on the second Monday in January each year at such place as the Directors may designate from time to time by Resolution.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
<u>JAMES F. SUNDERMAN</u>	<u>750 Maple Ridge Rd.</u> <u>Palm Harbor, FL 33563</u>
<u>WOODROW J. LATUALA</u>	<u>475 Winding Willow Dr.</u> <u>Palm Harbor, FL 33563</u>

<u>JEANNETTE MALOUF</u>	<u>700 Delaware Ave.</u> <u>Palm Harbor, FL 33563</u>
<u>BETTY J. STEGMAN</u>	<u>930 Highview Dr.</u> <u>Palm Harbor, FL 33563</u>
<u>JOHN GIBELLINO</u>	<u>828 Village Way</u> <u>Palm Harbor, FL 33563</u>
<u>DALE BELCHER</u>	<u>P. O. Box 667</u> <u>Palm Harbor, FL 34273-0667</u>
<u>ROBERT J. SIPPEL</u>	<u>226 Westwinds Dr.</u> <u>Palm Harbor, FL 33563</u>

Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>
President: <u>DALE BELCHER</u>	<u>P. O. Box 667</u> <u>Palm Harbor, FL 34273-0667</u>
Vice President: <u>JAMES F. SUNDERMAN</u>	<u>750 Maple Ridge Rd.</u> <u>Palm Harbor, FL 33563</u>
Secretary: <u>ROBERT J. SIPPEL</u>	<u>226 Westwinds Dr.</u> <u>Palm Harbor, FL 33563</u>
Treasurer: <u>BETTY J. STEGMAN</u>	<u>930 Highview Dr.</u> <u>Palm Harbor, FL 33563</u>

ARTICLE VI

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

Notwithstanding any other provision of these articles, the

corporation shall not carry on any other activities not permitted to be carried on by Section 617, Florida Statutes, Chapter 85-489, Laws of Florida, Pinellas County Ordinance No. 85-28, or other applicable statutes, ordinances or regulations.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

Upon 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 of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

The corporation shall have one class of members and no more than one membership may be held by any one person or entity. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

Any person or entity that qualifies for membership as provided in the Bylaws is eligible for membership.

A prospective member shall be eligible for membership upon approval by the Board of Directors as provided in the Bylaws.

ARTICLE IX

The name and address of the Subscriber of this corporation is as follows:

<u>Name</u>	<u>Addresses</u>
<u>ROBERT J. SIPPEL</u>	<u>226 Westwinds Dr.</u> <u>Palm Harbor, FL 33563</u>

ARTICLE X

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the Bylaws.

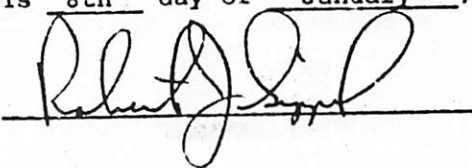
ARTICLE XI

The address of the corporation's registered office shall be 2101 U.S. Highway 19 North, Suite 201, Palm Harbor, Florida, and the name of its registered agent at said address shall be Dennis R. Long.

ARTICLE XII

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

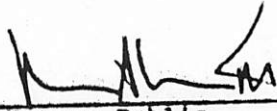
I, the undersigned, being the subscriber and incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 8th day of January, 1986.



STATE OF FLORIDA
COUNTY OF PINELLAS

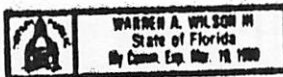
BEFORE ME, the undersigned authority, personally appeared ROBERT J. SIPPEL, to me known to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of January, 1986.



Notary Public

My commission expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Florida Statute 48.091, PALM HARBOR COMMUNITY SERVICES AGENCY, INC., desiring to organize under the laws of the State of Florida, hereby designates Dennis R. Long, located at 2101 U.S. Highway 19 North, Suite 201, Palm Harbor, Florida, as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: January 8, 1986.


Dennis R. Long

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA