

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

1.1 Name

The name of the Corporation is Arlington Park Neighborhood Association Incorporated ("APNA").

ARTICLE II – ADDRESSES OF THE CORPORATION

2.1 Corporate Address

The physical address of the corporation is:
2548 Hawthorne St
Sarasota, FL 34239

The mailing address for the corporation is:
PO Box 3716, Sarasota, FL 34230

ARTICLE III – DURATION

3.1 Duration

The period of duration of the Corporation is perpetual.

ARTICLE IV – PURPOSE

4.1 Purpose

APNA is a non-profit corporation and shall operate exclusively for education and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. APNA's

purpose is:

(1) To promote the maintenance and improvement of the residential quality of the Arlington Park neighborhood and its public areas;

(2) To safeguard property rights and promote the general welfare of the Arlington Park neighborhood;

(3) To encourage and promote mutual understanding and cooperation among the residents of the Arlington Park neighborhood and an appreciation of situations and problems common to all residents of that neighborhood, and to advise and assist each other in their solution;

(4) To exchange ideas and information, and to sponsor programs and activities, for the protection and enhancement of the residential quality of the Arlington Park neighborhood; and

(5) To act in concert with other associations and organizations within the City and County of Sarasota to improve the general welfare of those areas, as well of the Arlington Park neighborhood.

4.2 Public Benefit Corporation

APNA is designated as a public benefit corporation.

ARTICLE V – NON-PROFIT NATURE

5.1 APNA is organized exclusively for charitable and educational purposes including, for such purposes, 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. No part of the net

earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from the federal income tax under section 501 (c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

APNA is not organized and shall not be operated for the private gain of any person. The property of the Corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the Corporation shall inure to the benefit of, or be distributed to any individual. The Corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

5.2 Personal Liability

No officer or director of this Corporation shall be personally liable for the debts or obligations of Arlington Park Neighborhood Association, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be

subject to the payment of the debts or obligations of this Corporation.

5.3 Dissolution

Upon termination or dissolution of the Corporation, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501 (c)(3) of the Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Corporation hereunder shall be selected by the Board Of Directors. If the Board Of Directors cannot or does not make a selection, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of competent jurisdiction against the Corporation by one (1) or more of its Directors, which verified petition shall contain such statements as reasonably indicate the applicability of this section. The Court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable first to organizations located within Sarasota County and then to organizations located elsewhere within the State of Florida.

In the event that the Court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this Corporation, then the Court shall direct the distribution of the Corporation's assets lawfully available for

distribution to the Treasurer of the State of Florida to be added to the General Fund.

5.4 Prohibited Distributions

No part of the net earnings, or properties of this Corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person or individual, 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, Section 4.1.

5.5 Restricted Activities

No substantial part of the Corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

5.6 Prohibited Activities

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax as an organization described by Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future

federal tax code.

ARTICLE VI – BOARD OF DIRECTORS

6.1 Governance

The Corporation shall be governed by its Board Of Directors.

6.2 Selection Of Directors

The Directors of the Corporation shall be elected or selected as provided for in the Bylaws.

6.3 Initial Directors

The initial Directors of the Corporation shall be:

<u>Name</u>	<u>Address</u>
Bowie, Mary Anne, G	2548 Hawthorne St Sarasota, FL 34239
Dowdle, Dee Anna	2377 Burton Ln Sarasota, FL 34239
Barron, Deborah E	2171 Hyde Park St Sarasota, FL 34239
Halliday, Michael, J	2359 Milford Cir Sarasota, FL 34239
Langlois, Terrence, L	2109 Hyde Park Ci Sarasota, FL 34239
Mason, Vanessa, S	2171 Hillview St Sarasota, FL 34239
Pitts, Kim, R	2707 Hyde Park St Sarasota, FL 34239

ARTICLE VII - MEMBERSHIP

7.1 Membership

The membership of the APNA shall be the residents of, and entities operating a business in, the Arlington Park neighborhood of Sarasota County, Florida, as

defined in the Corporation's Bylaws. The management of the affairs of the Corporation shall be vested in the Board Of Directors, as provided for in the Corporation's Bylaws.

ARTICLE VIII - AMENDMENTS

8.1 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of a majority vote of the members of the APNA present and eligible to vote at the Annual Meeting or at the May Membership meeting.

ARTICLE IX – APPOINTMENT OF REGISTERED AGENT

9.1 Registered Agent

The registered agent of the Corporation shall be:

<u>Name</u>	<u>Address</u>
Bowie, Mary Anne, G	2548 Hawthorne St Sarasota, FL 34239

ARTICLE X – INCORPORATOR

10.1 Incorporator

The incorporator shall be:

<u>Name</u>	<u>Address</u>
Bowie, Mary Anne, G	2548 Hawthorne St Sarasota, FL 34239

ARTICLE XI – EFFECTIVE DATE

The effective date of this Corporation shall be January 2nd, 2019.

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION


We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Arlington Park Neighborhood Association, Inc. were approved by the Board Of Directors and voting members present on November 20th, 2018 and constitute a complete copy of the Articles of Incorporation of the Arlington Park Neighborhood Association, Inc.

<u>Name</u>	<u>Address</u>	<u>Signature</u>
Bowie, Mary Anne, G	2548 Hawthorne St Sarasota, FL 34239	
Dowdle, Dee Anna	2377 Burton Ln Sarasota, FL 34239	
Barron, Deborah, E	2171 Hyde Park St Sarasota, FL 34239	
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ACKNOWLEDGMENT AND ACCEPTANCE

OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in the Articles of Incorporation to which this is attached, I accept to act in this capacity, and agree to comply with the provisions of law relative to keeping the office open.


Mary Anne Bowie
Jan 8, 2018
Date: 