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# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of THE STRAIGHT FOUNDATION, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is 735636.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the day of

17th October, 1986.

George Firestone  
Secretary of State



ARTICLES OF INCORPORATION  
OF  
STRAIGHT, INC.  
(a corporation not for profit)

FILED  
MAR 22 8 56 AM '76  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME.

The name of this corporation is STRAIGHT, INC.

ARTICLE II. PURPOSES.

The general nature of the objects and purposes of this corporation shall be to develop and administer programs for victims of drug abuse, dealing with rehabilitation, welfare, and health, in order to assist them in adjusting themselves to their environment; to train them in vocations and avocations; to aid them in all their activities; and to be of assistance in solving their particular problems, and to interest and unite men and women in social work for the welfare of boys and girls and young men and young women to the end that crime, poverty, and misery may be lessened, that a nobler manhood and womanhood may be developed, and that a more perfect love of home, family and country may be fostered, and to cooperate with all federal, state and local government agencies to secure these ends, utilizing all powers this corporation may exercise as granted it by Chapter 617. Florida Statutes.

ARTICLE III. QUALIFICATION OF MEMBERS.

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the by-laws. Every person who meets the

requirements of any classification shall be eligible for membership in the corporation. An applicant shall be admitted to membership on his or her election by a majority of the Board of Directors and on payment of initiation fees, membership capital contribution, and dues, and the execution of a written assent and agreement to be bound by the by-laws and any amendments thereto as may from time to time be enacted and to discharge the duties of membership as set forth in the by-laws of the corporation.

**ARTICLE IV. TERM OF EXISTENCE.**

This corporation shall have perpetual existence.

**ARTICLE V. SUBSCRIBERS.**

The names and residence of the subscribers to these Articles of Incorporation are:

**MELVIN F. SEMBLER**

**10324 Paradise Boulevard  
Treasure Island, FL 33706**

**H. GOLOSTEIN, PH.D.**

**7941 - 9th Avenue South  
St. Petersburg, FL 337**

**FRED KENFIELD**

**200 Pasadena Avenue South  
St. Petersburg, FL 33707**

**ARTICLE VI. OFFICERS.**

Section 1. The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

**PRESIDENT:** Melvin F. Sembler  
**SECRETARY:** Raymond Bourgholtzer  
**TREASURER:** Raymond Bourgholtzer

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

**ARTICLE VII. BOARD OF DIRECTORS.**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have 15 directors initially. The number of directors may be decreased or increased from time to time, by the by-laws, but shall never be less than three.

Section 2. The Board of Directors may be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting of the corporation, are:

<b>H. GOLDSTEIN, PH.D.</b>	<b>7941 - 9th Avenue South St. Petersburg, FL 33707</b>
<b>FRED KENFIELD</b>	<b>200 Pasadena Avenue South St. Petersburg, FL 33707</b>
<b>LEON SELLERS, D.V.M.</b>	<b>3845 Tyrone Boulevard St. Petersburg, FL 33709</b>
<b>R. C. GARBY, M.D.</b>	<b>1609 Pasadena Avenue South St. Petersburg, FL 33707</b>
<b>GUY N. PERENICH</b>	<b>29 North Ft. Harrison Ave. Clearwater, FL 33515</b>
<b>RAY WAYMIRE</b>	<b>4600 - 10th Avenue North St. Petersburg, FL 33711</b>

ROBERT E. CHAPIN	1131 Jungle Avenue North St. Petersburg, FL 33710
RUTH E. CHAPIN	1131 Jungle Avenue North St. Petersburg, FL 33710
MEL F. SEMBLER	10324 - Paradise Boulevard Treasure Island, FL 33706
BETTY S. SEMBLER	10324 - Paradise boulevard Treasure Island, FL 33706
HELEN PETERMAN	8001 Gulf Boulevard St. Petersburg Beach, FL 33706
JOHN E. WHITE	10326 Tangelo Road Peminole, FL 33542
THOMAS E. WYKOFF	1228 Bell Drive Clearwater, FL 33516
ARTHUR W. BAUKNIGHT	6601 - 17th Street South St. Petersburg, FL 33707
LILA L. BAUKNIGHT	6601 - 17th Street South St. Petersburg, FL 33707

#### ARTICLE VIII. BY-LAWS.

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended altered or rescinded by a two-thirds vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

#### ARTICLE IX. AMENDMENTS.

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a three-fourths vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice give, as provided by the by-laws, of intention to submit such amendments.

#### ARTICLE X. MISCELLANEOUS.

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2. The amount of the yearly dues payable by members shall be such amount as may be determined from time to time by the Board of Directors.

Section 3. The annual meeting for the election of members of the Board of Directors and Officers shall be held as may be provided in the by-laws.


Section 4. This corporation is not organized for a pecuniary profit, it shall not have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director, or individual. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation, of whatever kind or nature, shall be used and distributed exclusively for charitable, scientific, and educational purposes in the fields of drug abuse education prevention, control and education and awareness.

Section 5. The principal office of the corporation shall be as may be determined by the Board of Directors. The initial office shall be 200 Pasadena Avenue South, St. Petersburg, Florida 33707, until otherwise changed by the Board of Directors.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 19<sup>th</sup> day of April, 1976, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
\_\_\_\_\_  
MELVIN F. SEMLER

  
\_\_\_\_\_  
H. GOLDSTEIN, PH.D.

  
\_\_\_\_\_  
FRED H. KENFIELD

STATE OF FLORIDA )  
                          ) ss.  
COUNTY OF PINELLAS)

Before me, a Notary Public duly authorized to take acknowledgements in the State and county aforesaid, personally

appeared MELVIN F. SEMBLER, to me known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 13<sup>th</sup> day of April, 1976.

Karen Kay Kane  
Notary Public (SEAL)

My Commission Expires:

STATE OF FLORIDA )  
                          )ss.  
COUNTY OF PINELLAS )

Before me, a Notary Public duly authorized to take acknowledgements in the State and county aforesaid, personally appeared H. GOLDSTEIN, PH.D., to me known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 19<sup>th</sup> day of April, 1976.

Alvin R. Turner  
Notary Public (SEAL)

My Commission Expires:

Note: This Seal of the Notary Public  
My Commission Expires April 30, 1979  
Bonds by American Fire & Casualty Co.

STATE OF FLORIDA )  
                          )ss.  
COUNTY OF PINELLAS )

Before me, a Notary Public duly authorized to take acknowledgements in the State and county aforesaid, personally appeared FRED H. KENFIELD, to me known to be the person described in as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 13<sup>th</sup> day of April, 1976.

Karen Kay Kane  
Notary Public (SEAL)

My Commission Expires:

Notary Public - State of Florida at Large  
Commission Expires April 30, 1978

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED  
SEP 27 1964  
TALLAHASSEE  
FLORIDA

FILED

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That STRAIGHT, INC.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of St. Petersburg, County of Pinellas, State of Florida has named Dr. Leon H. Sellers, Jr.

located at 3845 Tyrone Boulevard, St. Petersburg, FL 33709  
(Street address and number of building;  
Post Office Box address not acceptable)

City of St. Petersburg, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Leon H. Sellers, Jr.  
(Resident Agent)



AMENDMENT TO ARTICLES OF INCORPORATION OF  
STRAIGHT, INC. (A CORPORATION NOT-FOR-PROFIT)

FILED  
SEP 2 1985  
TALLAHASSEE

The undersigned President and Secretary, respectively, of STRAIGHT, INC., a corporation not-for-profit organized and existing under the laws of the State of Florida, under Certificate of Incorporation filed in the office of the Secretary of State on April 22, 1976, hereby certify:

At a meeting duly held on September 21, 1985, the Board of Directors and members of the Corporation adopted the following amendments to the Articles of Incorporation:

1. RESOLVED, Article I of the Articles of Incorporation of the Corporation shall be amended to read as follows:

**"ARTICLE I  
NAME**

The name of this Corporation is THE STRAIGHT FOUNDATION, INC."

2. RESOLVED, Article II of the Articles of Incorporation of the Corporation shall be amended to read as follows:

**"ARTICLE II  
PURPOSES**

The general nature of the objects and purposes of this Corporation shall be to support and finance programs dealing with drug abuse education, prevention, control, treatment and rehabilitation of men, women and children who are victims of drug abuse without regard to race, color or national origin, utilizing all of the powers that a corporation not-for-profit may exercise pursuant to Chapter 617 of the Florida Statutes."

3. Article III of the Articles of Incorporation of the Corporation shall be amended to read as follows:

RECEIVED AUG 29 1985

**"ARTICLE III  
Qualification of Members**

Membership of the Corporation shall be divided into two general classes one of which shall be voting and the other shall be non-voting. The voting members shall be limited to those people who are also members of the Board of Directors of the Corporation. Non-voting members may be divided into classes and groupings as determined by the Board of Directors and set forth in the Bylaws."


IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed this Amendment in behalf of the Corporation.

  
\_\_\_\_\_  
President  
  
\_\_\_\_\_  
Secretary

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 23<sup>rd</sup> day of September, 1985, before me, the undersigned authority, personally appeared Leon H. Sellers, Jr. & Guy N. Perrich well known to me to be the PRESIDENT & SECRETARY of Straight, Inc., who acknowledged before me that he executed the foregoing instrument freely and voluntarily, for the uses and purposes therein expressed.

WITNES my hand and official in the county and state aforesaid this 23<sup>rd</sup> day of September, 1985.

  
\_\_\_\_\_  
Notary Public, State of  
Florida at Large  
My Commission Expires:

03-02-2282-011

NOTARY PUBLIC STATE OF FLORIDA  
BY COMMISSION E.P. APR 21, 1986  
BONDED FOR GENERAL USE 247.

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS  
INDICATED IN THE BOX BELOW. Include name, street and number  
(or P. O. box), city, state and ZIP code.

THE STRAIGHT FOUNDATION  
210, BOX 21105  
ST. PETERSBURG, FLORIDA 33742

Name of person or organization  
returning form:

Preparer's name and business  
telephone number:

RECEIVED

NOV 12 1986

MICHIGAN DEPT. OF COMMERCE

FILED

NOV 12 1986

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities Bureau