

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of STRAIGHT, INC., a corporation organized under the laws of the State of Florida, filed on September 26, 1985, as shown by the records of this office.

The document number of this corporation is N11318.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
4th day of October, 1986.



George Firestone  
Secretary of State

ARTICLES OF INCORPORATION

OF

STRAIGHT, INC.

(A CORPORATION NOT FOR PROFIT)

The undersigned subscribers to these Articles of Incorporation hereby associate themselves together to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is STRAIGHT, INC., with its principal offices located at 3001 Gandy Blvd., St. Petersburg, Florida 33702. The Board of Directors may from time to time move the principal office of the corporation to any other address in the State of Florida.

ARTICLE II

PURPOSE

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 the people, and to aid 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 817, Florida Statutes.

### ARTICLE III

#### POWERS

The corporation shall have the power, either directly or indirectly, either along or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501(c) of the Internal Revenue Code of 1954, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

ARTICLE IV

MEMBERSHIP

The membership of this corporation shall consist of the members of the Board of Directors and shall consist originally of these persons hereinafter named as directors and such other persons as from time to time may become members as set forth in the Bylaws.

ARTICLE V

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the office of the Secretary of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE VI

Subscribers

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>Address</u>
Leon H. Sellers, Jr.	3001 Gandy Blvd. St. Petersburg, FL 33702
Fred H. Kenfield	3001 Gandy Blvd. St. Petersburg, FL 33702
Elliott L. Carr	3001 Gandy Blvd. St. Petersburg, FL 33702

## ARTICLE VII

### Officers

The officers of the corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by the Bylaws. Officers shall be elected annually by the Board of Directors at its annual meeting. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

NAME	OFFICE
Leon N. Sellers, Jr.	President
Fred N. Kenfield	Treasurer
Elliott L. Carr	Secretary

## ARTICLE VIII

### DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors, members of which shall be elected annually. The number of directors shall be fixed as set forth in the Bylaws of the corporation but shall never be less than three (3). The names and addresses of the first Board of Directors, consisting of three persons who shall serve until their successors are duly elected and qualified, shall be as follows:

NAME	Address
Leon M. Sellers, Jr.	1001 Gandy Blvd. St. Petersburg, FL 33702
Fred M. Kenfield	1001 Gandy Blvd. St. Petersburg, FL 33702
Elliot L. Carr	1001 Gandy Blvd. St. Petersburg, FL 33702

#### ARTICLE IX

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1465 Bruce Blvd., St. Petersburg, FL 33711 and the name of the initial registered agent at such address is Leon M. Sellers, Jr.

#### ARTICLE X

##### BYLAWS

The Board of Directors of this corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice the Bylaws may be amended, altered or rescinded by a majority vote of a quorum of the members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

## ARTICLE II

### Amendments

Amendments to these Articles of Incorporation shall be proposed by the officers of the corporation and approved by the Board of Directors by a two-thirds vote of a quorum present at a meeting duly called in accordance with the Bylaws of the corporation.

## ARTICLE III

### LIBERALIZED ACTIONS

All the assets and earnings of the corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual and no substantial part of its activity shall be for the carrying on of a program or propaganda or otherwise attempting to influence legislation. The corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws). The corporation shall have no capital stock, pay no dividends, distribute no part of its net income to

any members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the corporation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) it shall not:

(a) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws);

(b) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws);

(c) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws);

(d) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws); or

(e) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws).




ARTICLE XVII


DISSOLUTION

Upon dissolution of the corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to an organization described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, or to the corresponding provisions of any prior or future law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or director of this Corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles this 21st day of September, 1985.

 (SEAL)  
Leon H. Sellers, Jr.

 (SEAL)  
Fred H. Kenfield


 (SEAL)  
Elliott L. Carr

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 23rd day of September, 1985, before me, the undersigned authority, personally appeared Leon H. Sellers, Jr., Fred H. Kenfield, Elliott L. Carrwell known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged to me that they

executed the same freely and voluntarily, for the uses and purposes therein stated, and that they are natural persons competent to contract.

  
Notary Public, State of Florida  
at Large

My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

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

  
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James H. Sellers, Jr.

03-03-2282-001