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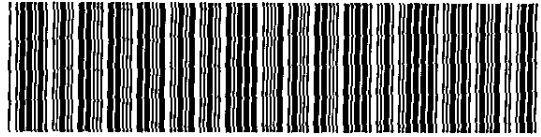
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Aug 28 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Lake County Foster Parents Association
Inc

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
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- RA Resignation _____
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ARTICLES OF INCORPORATION
OF
LAKE COUNTY FOSTER PARENTS ASSOCIATION, INC.

We, the undersigned, being desirous of forming a not-for-profit corporation for charitable, education, humanitarian and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, agree to the following:

ARTICLE I - NAME

The name of this corporation is LAKE COUNTY FOSTER PARENTS ASSOCIATION, INC..

ARTICLE II - PURPOSE

The purposes for which this corporation is organized are exclusively charitable, educational, humanitarian and philanthropic, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE III - MEMBERSHIP

The membership of this corporation shall constitute all persons who were last in good standing as members of FOSTER PARENTS ASSOCIATION OF LAKE COUNTY, INC., a dissolved Florida corporation, not-for-profit, together with all persons hereinafter named as

incorporators, officers and directors of this corporation, and such other persons who shall meet the following qualifications for membership and who shall be admitted, in the following manner: In order to qualify for membership in this corporation, a prospective member must submit a signed application, as proscribed by the by-laws of the corporation and pay such annual dues in advance as are fixed by the Board of Directors.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have a perpetual existence, unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE V - INCORPORATORS

The names and residences of each incorporator to these Articles Of Incorporation are as follows:

EDITH KAREN STOVER	22514 County Road 455 Howey-In-The-Hills, Florida 34737
BARBARA BYRD	13709 Woodland Drive Astatula, Florida 34705
RONALD BYRD	13709 Woodland Drive Astatula, Florida 34705

ARTICLE VI - OFFICERS

1. The officers of the corporation shall be a President, such number of Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided for, in the By-Laws.

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

EDITH KAREN STOVER

First Vice President	RONNI JOHNSON
Second Vice President	LINDA DUPUIS
Secretary	BARBARA BYRD
Treasurer	RONALD BYRD

3. The officers shall be elected at the annual meeting of the Board of Directors as provided in the By-Laws.

ARTICLE VII - BOARD OF DIRECTORS

1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five (5) directors, initially. The number of directors may be increased, or decreased, from time to time, by the By-Laws, but shall never be less than three (3).

2. The Board of Directors shall be members of the corporation.

3. Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

4. The names and addresses of the persons who are to serve as directors until their successors are duly elected are:

EDITH KAREN STOVER	22514 County Road 445 Howey-In-The-Hills, Florida 34737
RONNI JOHNSON	19004 Crane Road Altoona, Florida 32702
LINDA DUPUIS	702 Balmoral Circle Leesburg, Florida 34748
BARBARA BYRD	13709 Woodland Drive Astatula, Florida 34705

RONALD BYRD

13709 Woodland Drive
Astatula, Florida 34705

ARTICLE VIII - BY-LAWS

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

2. Upon proper notice, the By-Laws may be amended, altered or rescinded only by a majority vote of the members of the corporation present and voting at any regular or special meeting called for that purpose.

ARTICLE IX - AMENDMENTS

These Articles Of Incorporation may be amended, altered, or rescinded only by a majority vote of the members of the corporation present and voting at any special meeting called for that purpose.

ARTICLE X - DESIGNATION OF REGISTERED AGENT

The principal office of this corporation shall be at 1300 North Duncan Drive, Tavares, Florida 32778, or such other place as may be selected by the Board of Directors, with a mailing address of Post Office Box 879, Tavares, Florida 32778-0879. The initial Registered Agent of this corporation shall be EDITH KAREN STOVER, whose address is 22514 County Road 455, Howey-In-The-Hills, Florida 34737.

ARTICLE XI - NON-PROFIT STATUS

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 Article II hereof. This corporation shall be authorized to exercise the powers permitted to corporations under Chapter 617 of the Florida Statutes, provided, however, that this corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purpose for which it has been organized, as described in Section 501(c)(3) of the Internal Revenue Code, or any amendment thereto.

ARTICLE XII - POWERS

In order to promote the purposes of this corporation, it may acquire by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XIII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of this organization of all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or trustee of this organization. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the Fifth Judicial Circuit of Florida, in and for Lake County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we, the undersigned incorporators of these Articles Of Corporation, have hereunto set our hands and seals this 27th day of August, 2003, for the purpose of forming this corporation not for profit, under the laws of the State of Florida.

Edith Karen Stover
EDITH KAREN STOVER
(Also as Resident Agent)

Barbara Byrd
BARBARA BYRD

Ronald Byrd
RONALD BYRD

STATE OF FLORIDA
COUNTY OF LAKE

BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared EDITH KAREN STOVER, BARBARA BYRD and RONALD BYRD, personally known to me, and who executed the foregoing Articles Of Incorporation, as Incorporators, and they acknowledged before me that they executed and subscribed to these Articles Of Incorporation and did not take an oath.

27th WITNESS my hand and official seal in the County and State named above, this day of August, A.D. 2003.

P. B. Howell, Jr.
NOTARY PUBLIC
P. B. HOWELL, JR.
(Printed name of Notary Public)



P. B. Howell, Jr.
MY COMMISSION # CC958801 EXPIRES
August 22, 2004
BANKER TRUST COMPANY INSURANCE, INC

Notary Commission Expiration/
Seal/Stamp:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, 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:

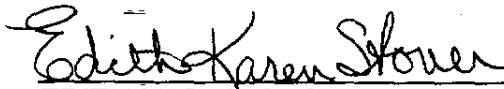
LAKE COUNTY FOSTER PARENTS ASSOCIATION, INC.

2. The name and address of the registered agent and office is:

EDITH KAREN STOVER
22514 County Road 455
Howey-In-The-Hills, Florida 34737

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated 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 this ____ day of August, 2003.



EDITH KAREN STOVER
As President and Registered Agent

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