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FLORIDA PROFIT/NON PROFIT CORPORATION
Covenant Health and Community Services, Inc.

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**ARTICLES OF INCORPORATION
OF
COVENANT HEALTH AND COMMUNITY SERVICES, INC.
*(a Florida Not for Profit Corporation)***

ARTICLE I.

NAME

The name of the corporation shall be "COVENANT HEALTH AND COMMUNITY SERVICES, INC." (hereinafter referred to as the "Corporation").

ARTICLE II.

ADDRESS OF PRINCIPAL OFFICE

The street address of the initial principal office and the mailing address of the Corporation is 5041 North 12th Avenue Pensacola, FL 32504.

ARTICLE III.

PURPOSE

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding provision of any future federal tax code.

ARTICLE IV.

MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be as stated in the Bylaws of the Corporation.

ARTICLE V.

INITIAL BOARD OF DIRECTORS

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

| <u>Name</u> | <u>Address</u> |
|-------------------|--|
| James S. Campbell | 501 Commendencia Street Pensacola, FL 32502 |
| Harris Reynolds | 1020 Stormy Terrace Pensacola, FL 32503 |
| Jari T. Young | One Energy Place Pensacola, FL 32520-0093 |
| Robert Mills | 4491 Whisper Drive Pensacola, FL 32504 |

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| | |
|----------------------------|---|
| Robin Herr | 1105 Willowood Circle Gulf Breeze, FL 32563 |
| Susan Davis | 5151 North 9th Avenue Pensacola, FL 32504 |
| Trisha Davis | 6002 Berryhill Road Milton, FL 32570 |
| Teresa Dos Santos | 20 East Cedar Street, Suite 101 Pensacola, FL 32502 |
| Bill Greenhut | P O Box 12603 Pensacola, FL 32591 |
| Wanda Kaye Hambrick | 1717 North E Street Pensacola, FL 32522-7500 |
| Carey King | 8082 Briar oak Drive Pensacola, FL 32514 |
| Janet Kinney | 1360 Brickyard Road Chipley, FL 32428 |
| Lawrence Meese, Jr. | P O Box 1608 Marianna, FL 32447 |
| Maurcen Padden | 6000 West Highway 98 Pensacola, FL 32512-0003 |
| Bob Peterson | 2895 Greystone Drive Pace, FL 32571 |
| Curtis Richardson | 533 Tuskegee Street Tallahassee, FL 32305 |
| Sue Straughn | 4990 W Mobile Highway Pensacola, FL 32506 |
| Bob Van Slyke | 222 North Spring Street Pensacola, FL 32502 |

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**ARTICLE VI.
LIMITATIONS**

A. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its 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.

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

C. 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, and the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), or the corresponding provision of any future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

**ARTICLE VII.
INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of the Corporation is NRAI SERVICES, INC., and the street address of the Corporation's initial registered agent is 1200 South Pine Island Road, Plantation, Florida 33324.

**ARTICLE VIII.
INCORPORATOR**

The name of the sole incorporator of the Corporation is NOAM LIPSHITZ and the address of such incorporator is 401 East Las Olas Blvd., Suite 2000, Fort Lauderdale, FL 33301.

**ARTICLE IX.
DISTRIBUTION ON DISSOLUTION**

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws. Any such assets not so distributed shall be distributed by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

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The undersigned executes these Articles of Incorporation of **COVENANT HEALTH AND COMMUNITY SERVICES, INC.** this 13th day of March 2014.



NOAM LIPSITZ, Incorporator

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**CONSENT OF REGISTERED AGENT
OF
COVENANT HEALTH AND COMMUNITY SERVICES, INC.**

The undersigned, NRAI SERVICES, INC., having been named as registered agent to accept service of process for COVENANT HEALTH AND COMMUNITY SERVICES, INC., a Florida Not for Profit corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent, and the undersigned is familiar with and accepts the obligations of the position of registered agent.

NRAI SERVICES, INC.

By: Katie Wonsch

Name: Katie Wonsch

Title: Assistant Secretary

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