

N95000001501

((H95000003525))
 TO: DIVISION OF CORPORATIONS FROM: CHERRY & SPENCER, P.A.
 DEPARTMENT OF STATE 1665 PALM BEACH LAKES BLVD.
 STATE OF FLORIDA W. PALM BEACH FL 33401-0000
 409 EAST GAINES STREET CONTACT: JULIE N KRAUSS
 TALLAHASSEE, FL 32399 PHONE: (407) 471-7767
 FAX: (904) 922-4000 FAX: (407) 471-7974

((H95000003525)) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
 NAME: KID'S KORNER, INC.
 FAX AUDIT NUMBER: H95000003525 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 03/28/1995 TIME REQUESTED: 08:42:55
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072100000272

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000003525))
 ** ENTER 'M' FOR MENU. **
 ENTER SELECTION AND <CR>:
 Alt-Z FOR HELP* IBM PC * FDX * 2400 E71 * LOG CLOSED * PRINT OFF * ON-LINE

3/28/95 FLORIDA DIVISION OF CORPORATIONS 8:43 AM

((H95000003525))
 TO: DIVISION OF CORPORATIONS FROM: CHERRY & SPENCER, P.A.
 DEPARTMENT OF STATE 1665 PALM BEACH LAKES BLVD.
 STATE OF FLORIDA W. PALM BEACH FL 33401-0000
 409 EAST GAINES STREET CONTACT: JULIE N KRAUSS
 TALLAHASSEE, FL 32399 PHONE: (407) 471-7767
 FAX: (904) 922-4000 FAX: (407) 471-7974

((H95000003525)) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
 NAME: KID'S KORNER, INC.
 FAX AUDIT NUMBER: H95000003525 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 03/28/1995 TIME REQUESTED: 08:42:55
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072100000272

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000003525))
 ** ENTER 'M' FOR MENU. **
 ENTER SELECTION AND <CR>:
 Alt-Z FOR HELP* IBM PC * FDX * 2400 E71 * LOG CLOSED * PRINT OFF * ON-LINE

ARTICLES OF INCORPORATION
 OF
 KID'S KORNER, INC.
 (A Not-For-Profit Corporation)

Handwritten signature and date 3/29

Handwritten: N/A 695-6724

RECEIVED
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA
 03/28/95 4:13 PM

March 28, 1995

CHERRY & SPENCER, P.A.

W PALM BEACH, FL

SUBJECT: KID'S KORNER, INC.

REF: W95000006784

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

ONLY RECIEVED R.A. CERTIFICATE.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

You must list at least one incorporator with a complete business street address.

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida
32314

FAN: H95000003525

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY 28 PM 4:16

**ARTICLES OF INCORPORATION
OF
TIKES AND TEENS, INC.**

(A Not-For-Profit Corporation)

The undersigned hereby executes these Articles of Incorporation for the purpose of becoming incorporated under Chapter 617, Revised Florida Statutes, as a corporation not-for-profit and certifies as follows:

ARTICLE I

NAME

The name of the Corporation shall be TIKES AND TEENS, INC. (hereinafter referred to as the "Corporation"). Its principal office shall be at 729 Colorado Avenue, Post Office Box 2025, Stuart, Florida 34995, or at such other place as may be designated, from time to time, by the Board of Directors.

ARTICLE II

DURATION

The period of duration of the Corporation is perpetual.

**THIS INSTRUMENT WAS PREPARED BY AND
SHOULD BE RECORDED AND RETURNED TO:**

Richard G. Cherry, Esq.
Cherry & Spencer, P.A.
1665 Palm Beach Lakes Blvd.
Suite 600
West Palm Beach, FL 33401
(407) 471-7767
Fla. Bar. No.: 303860

FAN: H95000003525

FAN: H95000003525

ARTICLE III**PURPOSE AND POWERS**

The purpose of the Corporation is (i) to provide community-based programs that will offer and maintain mental health services to all area children and their families; (ii) to plan, implement and evaluate mental health services to further the goals of the Corporation; (iii) to establish, receive and manage funds to support the purposes of the Corporation; and (iv) to promote community interest, establish and/or reinforce good mental health behavior in children and to act as an advocate of family needs. The Corporation is organized exclusively for non-profitable purposes. The Corporation shall be permitted to perform all powers and acts allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide.

ARTICLE IV**PROHIBITION AGAINST DISTRIBUTION OF INCOME**

The Corporation is one which does not permit pecuniary gain or profit. No part of any net earnings shall inure to the benefit of any member, director or officer, and, as such, they will have no interest in or title to any of the property or assets of the Corporation. Nothing herein shall prohibit the Corporation from reimbursing its directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation and for providing reasonable compensation for employees of the Corporation.

FAN: H95000003525

FAN: H9500003525

**ARTICLE V
CAPITAL STOCK**

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

**ARTICLE VI
MEMBERSHIP, QUALIFICATIONS AND ADMISSION**

The qualification of members, the manner of their admission and voting of members shall be as follows:

A. **Qualification.** Any person (both natural and business entities) shall be eligible for membership who has a demonstrated interest in the purposes of the Corporation and who has satisfied such other membership requirements that are set, from time to time, by the Board of Directors.

B. **Admission of Members.** Admission of members shall be by the Board of Directors or persons authorized to admit members in the manner established by the Board of Directors, from time to time, and which may be established by the Board of Directors pursuant to the Bylaws. If a proposed member shall receive at least a majority vote of the Board members present and voting, he/she shall be entitled to membership in this Corporation.

C. **Number.** There shall be no limit on the number of members of the Corporation.

FAN: H95000003525

FAN: H95000003525

**ARTICLE VII
VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the Bylaws of the Corporation.

**ARTICLE VIII
LIABILITY FOR DEBTS**

Neither the members nor the officers or directors of the Corporation shall be liable for the debts of the Corporation.

**ARTICLE IX
BOARD OF DIRECTORS**

This corporation shall have five (5) or more directors the term and manner of election shall be set forth in the Bylaws of the Corporation. The names and addresses of the initial Board of Directors are as follows:

Jeanne P. Ralicki	729 Colorado Avenue Stuart, Florida 34995
Mildred Roby	4073 S.E. Fairway East Stuart, Florida 34997
Fr. Thomas T. Pittinger	3222 SE Court Drive Stuart, Florida 34997
Joseph Catrambone	1940 S.W. Crane Creek Avenue Palm City, Florida 34990
Virginia Fay	1925 NE River Court Jensen Beach, Florida 34957

FAN: H95000003525

FAN: H95000003525

ARTICLE X

INCORPORATOR

The name and address of the subscriber and incorporate is as follows:

Richard G. Cherry, Esq.
1665 Palm Beach Lakes Blvd.
Suite 600
West Palm Beach, FL 33401

ARTICLE XI

INDEMNIFICATION

The Corporation shall indemnify its directors and officers, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not-for-Profit Corporation Act, as the same may be amended and supplemented, from and against any and all judgments, claims, expenses and liabilities incurred in a civil or criminal proceeding, or other matters referred to in, or covered by, said provisions, including, but not limited to, advancement of expenses prior to the final disposition of proceedings and amounts paid in settlement of proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of members or disinterested directors, officers or otherwise, both as to action in his or her official capacity and as to action in any other capacity while holding office, and shall continue as a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such person, and an adjudication of liability shall not affect the right to indemnification of those indemnified.

FAN: H95000003525

**ARTICLE XII
DISSOLUTION**

In the event of the dissolution or final liquidation of the Corporation, the property and assets of the Corporation remaining after payment of its debts shall be distributed, as permitted by a court having competent jurisdiction, to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code, or to the Federal, State or Local government for exclusively public purpose.

**ARTICLE XIII
BYLAWS**

The Bylaws of this Corporation shall be made, altered, amended or rescinded at any regular or special meeting of the Board of Directors of this Corporation by the affirmative vote of two-thirds of the Directors present at any such meeting.

**ARTICLE XIV
AMENDMENT TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors of this Corporation by the affirmative vote of two-thirds (2/3) of the Directors present at any such meeting provided that such proposed amendment shall have been mailed to each Director at least twenty (20) days prior to the meeting.

FAN: H95000003525

FAN: H95000003525

ARTICLE XV

INITIAL REGISTERED OFFICE AND AGENT

The registered office for the Corporation and the registered agent for the Corporation at that address are the following:

Richard G. Cherry
Cherry & Spencer, P.A.
1665 Palm Beach Lakes Blvd.
Suite 600
West Palm Beach, FL 33401

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 28th day of March, 1995.

Richard G. Cherry
Richard G. Cherry

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR INTER-CULTURAL FAMILY HEALTH EDUCATION CENTER, INC., AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Richard G. Cherry
Richard G. Cherry

Date: 3/28/95

FILED
95 MAR 28 PM 4: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAN: H95000003525

N9500000/501

08/31/95 13:03

CHERRY & SPENCER + SOS-CORP

NO.417 FORM-104

8/30/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

2:46 PM

((H95000009638))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CHERRY & SPENCER, P.A.
1665 PALM BEACH LAKES BLVD.
W. PALM BEACH FL 33401-0000
CONTACT: JULIE N. KRAUSS
PHONE: (407) 471-7767
FAX: (407) 471-7974

((H95000009638))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: TIKES AND TEENS, INC.
FAX AUDIT NUMBER: H95000009638
DATE REQUESTED: 08/30/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 2
ESTIMATED CHARGE: \$87.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 14:46:21
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072100000272

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000009638))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

Alt-Z FOR HELP * IBM PC * FDX * 2400 E71 * LOG CLOSED * PRINT OFF * ON-LINE

8/30/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

2:46 PM

((H95000009638))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CHERRY & SPENCER, P.A.
1665 PALM BEACH LAKES BLVD.
W. PALM BEACH FL 33401-0000
CONTACT: JULIE N. KRAUSS
PHONE: (407) 471-7767
FAX: (407) 471-7974

((H95000009638))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: TIKES AND TEENS, INC.
FAX AUDIT NUMBER: H95000009638
DATE REQUESTED: 08/30/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 2
ESTIMATED CHARGE: \$87.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 14:46:21
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072100000272

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000009638))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

Alt-Z FOR HELP * IBM PC * FDX * 2400 E71 * LOG CLOSED * PRINT OFF * ON-LINE

FILED
1995 AUG 31 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
55 AUG 31 PM 2:05
TALLAHASSEE, FLORIDA

Name Change
KTS



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

August 31, 1995

TIKES AND TERNS, INC.
729 COLORADO AVENUE
P.O. BOX 2025
STUART, FL 34995

SUBJECT: TIKES AND TERNS, INC.
REF: N95000001501

FILED
1995 AUG 31 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The FAX audit number must be on the top and bottom of each page of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000009638
Letter Number: 995A00040618

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

FILED

1995 AUG 31 PH 3:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAN: H95000009638

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
TYKES AND TEENS, INC.

1. The following provisions of the Articles of Incorporation of TYKES AND TEENS, INC., a Florida corporation, filed in Tallahassee on March 29, 1995, under document number N95000001501, be and they are hereby amended in the following particulars:

Article I be and is hereby amended to read as follows:

"ARTICLE I

NAME

The name of this corporation is TYKES AND TEENS, INC. and its principal business address is 729 Colorado Avenue, Stuart, FL 34995."

Article III be and is hereby amended to read as follows:

"ARTICLE III

PURPOSE AND POWERS

The purposes for which Tykes and Teen, Inc. is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, including, but not limited to (i) provide community-based programs that will offer and maintain mental health services to all area children and their families; (ii) plan, implement and evaluate mental health services to further the goals of the Corporation; (iii)

THIS DOCUMENT WAS PREPARED BY:

Richard G. Cherry, Esq.
CHERRY & SPENCER, P.A.
1665 Palm Beach Lakes Boulevard
Suite 600
West Palm Beach, Florida 33401
(407) 471-7767
Florida Bar No. 303860

FAN: H95000009638

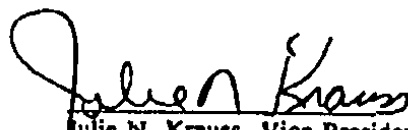
FAN: H95000009638

establish, receive and manage funds to support the purposes of the Corporation; and (iv) to promote community interest, establish and/or reinforce good mental health behavior in children and to act as an advocate of family needs. The Corporation is organized exclusively for non-profitable purposes. The Corporation shall be permitted to perform all powers and acts allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide. Notwithstanding any other provision of these articles, this organization shall not carry on any 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 1986 or the corresponding provision of any future United States Internal Revenue law."

2. There are no members of this Corporation.

3. The foregoing amendments were unanimously adopted by the Board of Directors of the Corporation on the 22nd day of August, 1995.

IN WITNESS WHEREOF the undersigned have hereunto set their hands and seals
this 22nd day of August, 1995.


Julie N. Krauss, Vice President

FAN: H95000009638