

N96000000368



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

January 22, 1996

SUSAN B JEWELL
200 SOUTH ORANGE AVE
SARASOTA, FL 34236

SUBJECT: GULF COAST VOICES FOR CHILDREN AND FAMILIES, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a NONPROFIT corporation and assigned new document number N9600000368 with the original file date of November 17, 1995.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Sharon Tala
Document Specialist Supervisor
New Filings Section

Letter number: 596A00002730

ARTICLES OF INCORPORATION
OF
GULF COAST VOICES FOR CHILDREN AND FAMILIES, INC.

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95 NOV 17 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

I.
NAME OF CORPORATION

The name of the corporation is:

Gulf Coast Voices for Children and Families, Inc.

The principal address and the mailing address of the corporation shall be:

2000 Main Street, Room 302
Sarasota, Florida 34236

II.
PURPOSE

The purposes for which the corporation is organized are to receive and acquire by any lawful means any property of any character whatsoever, and wheresoever located, to be held and administered for the exclusive benefit of the Guardian Ad Litem Program, State of Florida, Twelfth Judicial Circuit, to invest, reinvest, and manage funds, securities and other property contributed or transferred to the corporation, subject to any restrictions placed upon the contribution or transfer by the donor of such gift. The Guardian Ad Litem Program is a volunteer program committed to advocating the rights of abused and neglected children in the Twelfth Judicial Circuit.

No part of the net earnings of the corporation shall inure to the benefit of or be distributed to any member, director, officer or other private individual, except that the corporation may be authorized and empowered to pay reasonable compensation for services rendered. No part of the net earnings or any other property or assets of the corporation shall be used otherwise than for the purposes above stated. No loan shall be made by the corporation to any member, director, or officer of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence

legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

III.
MEMBERSHIP

The corporation shall have no members.

IV.
BOARD OF DIRECTORS

The directors of the corporation shall be elected to serve for terms of two (2) years. The members of the Board of Directors whose terms have not expired shall elect directors to fill the vacancies in the Board resulting from the expiration of the terms of members or otherwise. The number of directors, not less than five (5) nor more than twenty-five (25), shall be fixed by the Bylaws, and, in the absence of a bylaw fixing the number, the number shall be five (5).

V.
OFFICERS

The officers of this corporation shall be the President, Vice President, Secretary, and Treasurer.

VI.
CORPORATE EXISTENCE

The duration of the corporation shall be perpetual.

VII.
BYLAWS

The first Board of Directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended, or rescinded by the directors in the manner provided by such Bylaws.

VIII.
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 200 South Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of the corporation at that address is Susan B. Jewell.

IX.
INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is:

Dorothy Haney
3951 Roberts Point Road
Sarasota, Florida 34242

X.
DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation by delivering all such assets to an organization described in Section 170(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine.

XI.
INDEMNIFICATION

Every person who is or shall be or shall have been a director or officer of the corporation and his personal representatives shall be indemnified by the corporation against all costs and expenses to the maximum extent permitted by the laws of the state of Florida. Costs and expenses of actions for which this article provides indemnification shall include, among other things, attorney's fees, damages, and reasonable amounts paid in settlement.

XII.
AMENDMENT

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

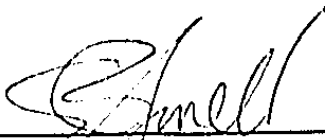
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15 day of November 1995.



Dorothy Hancy, Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby consents to the appointment as Registered Agent of Gulf Coast Voices for Children and Families, Inc. to accept service of process upon said corporation in this state.



Susan B. Jewell
Registered Agent

SHU-135967

N96000000368

1209 LAY TITLES
TALL HASSEE, FL 32909
TEL: 813-555-1171
FAX: 813-555-1171



96 JAN 19 PM 4 17
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 013047 4352702
AUTHORIZATION : *Patricia Pajito*
COST LIMIT : \$ 35.00

ORDER DATE : January 19, 1996

ORDER TIME : 2:53 PM

ORDER NO. : 013047

200001693852

CUSTOMER NO: 4352702

CUSTOMER: Ms. Jennifer Lukas
Williams Parker Harrison Dietz
200 South Orange Avenue

Sarasota, FL 34230-3250

DOMESTIC AMENDMENT FILING

NAME: GULF COAST VOICES FOR CHILDREN
AND FAMILIES, INC.

FILED
96 JAN 22 PM 3:20
SECRETARY OF STATE
TALLHASSEE, FLORIDA

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

*Amendment
1/22/96
JC*

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
OF
GULF COAST VOICES FOR CHILDREN AND FAMILIES, INC.

The Articles of Incorporation of Gulf Coast Voices for Children and Families, Inc., a Florida not-for-profit corporation, shall be and hereby are amended as follows:

Article II is amended by striking the second paragraph and in its place adding:

"The purposes for which the corporation 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 provision of any future United States Internal Revenue law.

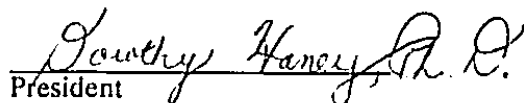
Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."

Article X shall be amended by striking it in its entirety and in its place adding:

"Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes."

The Amendment was approved by a majority of the members of the Board of Directors by regular meeting on January 10, 1996. The number of votes cast for the amendment was sufficient for approval. There are no active members entitled to vote.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment.


President

FILED
95 JAN 22 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA