

N9988000 2823

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Freeport Center For Independence, Inc.
(Proposed corporate name - must include suffix)

900002861309-0
-05/04/99-01015-005
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Cecilia F Lester
Name (Printed or typed)

815 ALAQUA DA
Address

Freeport FL 32439
City, State & Zip

850 835 0069
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY -4 AM 10:55

NOTE: Please provide the original and one copy of the articles.

5-7
WS

ARTICLES OF INCORPORATION
OF
FREPORT CENTER FOR INDEPENDENCE, INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY -4 AM 10:55

The undersigned subscribers, acting as incorporators of a corporation, pursuant to Chapter 617 of the Florida Statutes adopt the following Articles of Incorporation for the formation of a non-profit corporation:

ARTICLE I

The name of the corporation is **FREPORT CENTER FOR INDEPENDENCE, INC.** and the principal address of the corporation is 815 Alaqua Drive, Freeport, Florida 32439.

ARTICLE II

The purpose of the corporation, a not-for-profit organization is to assist in the rehabilitation of and provide support services for brain injured persons and care givers. The Corporation shall specifically be authorized to provide and assist with services to alleviate mental, physical or sensory health problems. The Corporation is organized and operated exclusively for charitable purposes and no part of its net earnings shall inure to the benefit of any private shareholder or individual. The Corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of Florida Statutes and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE III

The Corporation will have members as will be set forth in the By-Laws.

ARTICLE IV

The address, including street and number of its initial registered office is 815 Alaqua Drive, Freeport, Florida 32439, and the name of its initial registered agent is Cecilia F. Lester.

ARTICLE V

The Corporation shall have at least three (3) and no more than six (6) Directors. The name and addresses, including street and number of the persons who are to serve as the Directors until the first annual meeting or until their successors shall be elected and qualified are:

Cecilia F. Lester
815 Alaqua Drive
Freeport, Florida 32439

Mr. Edward Montaigne
1475 30th Street Suite 100
Niceville, Florida 32578

Mrs. Sally Orlosky
30 Live Oak West
DeFuniak Springs, Florida 32433

The manner in which Directors are elected or appointed is set out in the By-Laws.

ARTICLE VI

Each member may be issued a membership certificate if the Board of Directors elects to do so.

ARTICLE VII

The provisions contained in the Corporation's By-Laws shall govern the internal affairs of the Corporation. Upon dissolution of the Corporation, any assets remaining after the satisfaction of all corporate liabilities shall be conveyed to such organization or organizations as shall be selected by the affirmative vote of a majority of the Directors, provided, however, that such organization or organizations must be recognized as exempt from federal income taxation under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose.

ARTICLE VIII

The names and addresses, including street and number of the incorporators are:

Cecilia F. Lester
815 Alaqua Drive
Freeport, Florida 32439

Mr. Edward Montaigne
1475 30th Street Suite 100
Niceville, Florida 32578

Mrs. Sally Orlosky
30 Live Oak West
DeFuniak Springs, Florida 32433

IN WITNESS WHEREOF, the Incorporators have affixed their authorized signatures and seal this 20 day of April 1999.

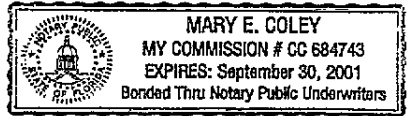
Cecilia F. Lester
CECILIA F. LESTER

Edward Montaigne
EDWARD MONTAIGNE

Salley M. Orlosky
SALLEY ORLOSKY

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 20 day of April 1999, CECILIA F. LESTER, who is personally known to me or produced a Florida driver's license as identification, and who did not take an oath



Mary E. Coley
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 20 day of April 1999, by EDWARD MONTAIGNE, who is personally known to me or produced a Florida drivers license as identification, and who did not take an oath.

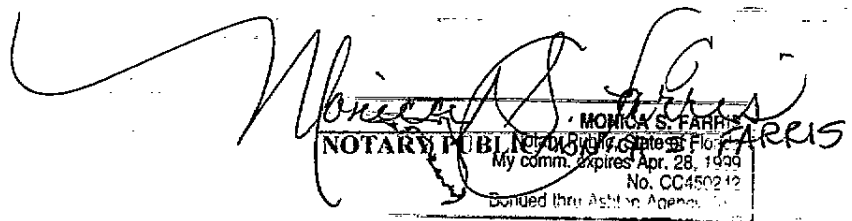


Mary E. Coley
NOTARY PUBLIC

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 MAY -4 AM 10:55

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 20th day of April
1999, by SALLEY ORLOSKY who is personally known to me or produced a Florida drivers
license as identification, and who did not take an oath.


MONICA S. FARRIS
NOTARY PUBLIC, State of Florida
My comm. expires Apr. 28, 1999
No. CC450212
Bonded thru Asst'n Agency

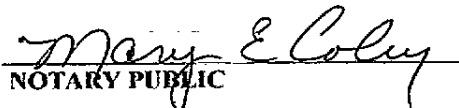
ACCEPTANCE BY REGISTERED AGENT

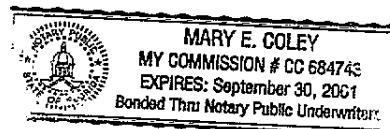
I, Cecilia F. Lester, having been named to accept service of process and hereby act in this
capacity and agree to comply with the provisions of said act relative to keeping open said office.


CECILIA F. LESTER
REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 20 day of
April 1999, by CECILIA F. LESTER, who is personally
known to me or has produced a Florida Drivers license as identification and who
did/did not take an oath.


NOTARY PUBLIC


MARY E. COLEY
MY COMMISSION # CC 684743
EXPIRES: September 30, 2001
Bonded Thru Notary Public Underwriter