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July 20, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Family Service Centers of Pinellas County, Inc.

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

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-07/20/01--01029--020

*****35.00 *****35.00

FILED
2001 JUL 20 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

COULLIETTE JUL 20 2001

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SUFFICIENCY OF FILING
TO ADOPT RESOLVE

2001 JUL 20 AM 10:00

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FAMILY SERVICE CENTERS OF PINELLAS COUNTY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Not for Profit Corporation Act and its Bylaws hereby amends its Articles of Incorporation in its entirety and hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I.
NAME

The name of the corporation shall be FAMILY SERVICE CENTERS OF PINELLAS COUNTY, INC.

ARTICLE II.
ADDRESS

The street address and the mailing address of the corporation is 2960 Roosevelt Boulevard, Clearwater, FL 33760.

ARTICLE III.
DURATION

The corporation shall have perpetual existence.

ARTICLE IV.
PURPOSES

The corporation is organized exclusively for charitable, religious, education, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), and its principal purpose shall be to provide health care and counseling services primarily on the Gulf Coast of Florida, and to carry on all such other activities determined by the corporation's board of directors as are lawful within the State of Florida.

ARTICLE V.

POWERS

This corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations and restrictions. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 III hereof. 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. Notwithstanding any other provision of these articles, 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 Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI.

DISSOLUTION

No member, trustee, officer, or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to the sole member of the corporation if it is a Florida not-for-profit corporation, that is described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended, or to such other organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific organizations under Section 501(c)(3) 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. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction, as provided by law, 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.

ARTICLE VII.
MEMBERSHIP

(1) Family Service, Inc., a Florida not-for-profit corporation, that is described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended, shall be the sole member of this corporation.

(2) All other provisions for membership qualification, the manner of admission to membership, the classes of membership, and the rights and obligations of the members shall be as determined by the Board of Directors from time to time, and shall be set forth in the Bylaws of the corporation.

ARTICLE VIII.
BOARD OF DIRECTORS

Control of the affairs of the corporation shall initially be vested in the Board of Directors consisting of not less than three (3) Directors, who shall be elected on an annual basis, but the term of office of any member of the Board of Directors may be for a period of more than one (1) year as provided in the Bylaws. The number of Directors may be, as provided in the Bylaws, increased or decreased, but shall never be less than three (3) Directors. The Board of Directors shall be elected by the Members at their annual meeting. Vacancies on the Board of Directors shall be filled by a majority vote of the remaining members of the Board, whether or not then a quorum subject to the reservation of the right by the sole member to remove Directors and fill vacancies on the Board of Directors, at the sole discretion of the sole member. Any member of the Board of Directors elected by the Board of Directors to fill a vacancy shall hold office until the next annual meeting of the Board of Directors. Each member of the Board of

Directors need not be a member of the corporation as a condition precedent to election or appointment to the Board. The Board of Directors may be organized into one (1) or more separate categories of Directors as provided in the Bylaws. The names and addresses of the first members of the Board of Directors who shall serve until their successors are duly elected and qualified are:

Mary Brennan
5827 72nd Avenue N.
Pinellas Park, FL 33781

Walter D. Draughon, III
1900 Gandy Boulevard N.
St. Petersburg, FL 33702

Marcus W. Greene
8461 125th Court N.
Seminole, FL 33776

Judy A. Hall
370 Pinellas Bayway, #H
Tierra Verde, FL 33715

Betty Hayward
5234 Dr. M.L. King Street South
St. Petersburg, FL 33705

Susan H. Humphreys
1900 Gulf to Bay Blvd.
Clearwater, FL 33765

Doretha S. Jackson
1015 10th Avenue North
St. Petersburg, FL 33705

Malcolm C. King
Post Office Box 1731
St. Petersburg, FL 33705

Linda S. Lerner
8022 Oak Forest Blvd. West
Seminole, FL 33776

Joanne O. Lighter
19329 US Hwy 19 N, #100
Clearwater, FL 33764

Larry J. Newsome
6307 Pasadena Point Boulevard
Gulfport, FL 33707

Cary P. Putrino
100 Second Avenue South
St. Petersburg, FL 33701

Joseph C. Skalski
14010 Roosevelt Blvd. Suite 708
Clearwater, FL 33762

Ray E. Ulmer, Jr.
545 First Avenue North
St. Petersburg, FL 33701

JoAnn Welch
534 31st Avenue North
St. Petersburg, FL 33704

Marcia L. Wiseman
323 Jeffords (P.O. Box
210) MS #14
Clearwater, FL 33757-0210

A. Lois Worlds
1300 First Avenue North
St. Petersburg, FL 33705

Suzanne Gibson Wise
2960 Roosevelt Boulevard
Clearwater, FL 33760

ARTICLE IX.
INFORMAL ACTION

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice, and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE X.
BYLAWS

The Board of Directors shall make, and shall have the power to amend or repeal, the Bylaws of the corporation.

ARTICLE XI.
REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be located at 2960 Roosevelt Boulevard, Clearwater, FL 33760 and the registered agent at that office shall be Suzanne Gibson Wise.

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

ARTICLE XII.
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the sole member and such amendments may be proposed and adopted in the manner provided in the Bylaws.

The Amended Articles of Incorporation have been adopted by written action of the Directors and sole member of the Corporation effective October 1, 2000, which vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation this 1st day of October, 2000.


(CORPORATE SEAL)

FAMILY SERVICE CENTERS OF PINELLAS
COUNTY, INC.

By: Suzanne Gibson Wise
Suzanne Gibson Wise, President

ACCEPTANCE AND ACKNOWLEDGMENT

Pursuant to §617.0501, Florida Statutes, I agree to act as registered agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of §617.0503, Florida Statutes.


Suzanne Gibson Wise,
Registered Agent

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