

JAN-05-01 13:01

FROM-AkermanSenterfistEidson

1813223 837

T-630 P.01/07 F-104

722144

Lynn S.

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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From: LYNN STAIR

Account Name : AKERMAN SENTERFITT - TAMPA  
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BASIC AMENDMENT

BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.

Certificate of Status	1
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JAN-05-01 13:01

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18132232837

T-630 P.02/07 F-104



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 5, 2001

BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.  
901 7TH AVE. SOUTH  
SAINT PETERSBURG, FL 33705

SUBJECT: BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.  
REF: 722144

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

PLEASE REMOVE THE WORD INITIAL FROM ARTICLE 7, CONCERNING THE REGISTERED AGENT.

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 (850) 487-6880.

Karen Gibson  
Corporate Specialist

FAX Aud. #: H00000067504  
Letter Number: 701A00000692

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

JAN-04-01 13:53

FROM-AkermanSenterfistEidson

18132232837

T-562 P.02/07 F-030



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 4, 2001

BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.  
901 7TH AVE. SOUTH  
SAINT PETERSBURG, FL 33705

SUBJECT: BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.  
REF: 722144

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Per my reject letter of January 3, 2001, I advised you that the name designated in the document is unavailable. Please select a new name.

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 (850) 487-6901.

Susan Payne  
Senior Section Administrator

FAX Aud. #: E00000067504  
Letter Number: 101A00000486

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

JAN-03-01 14:04

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18132232837

T-478 P.02/07 F-938

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PL 11



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 3, 2001

BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.  
901 7TH AVE. SOUTH  
SAINT PETERSBURG, FL 33705

SUBJECT: BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.  
REF: 722144

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The directors listed in Article 9 are not the initial directors for the subject corporation. Please remove the word "initial".

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 (850) 487-6901.

Susan Payne  
Senior Section Administrator

FAX Aud. #: H00000067504  
Letter Number: 401A00000291

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

(((H00000067504 1)))

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
BROOKWOOD, A YOUNG WOMEN'S RESIDENCE, INC.**

The undersigned hereby files these Amended and Restated Articles of Incorporation of Brookwood, A YOUNG WOMEN'S RESIDENCE, Florida, Inc. The original Articles of Incorporation were filed November 22, 1971 and assigned Document No. 722144.

**ARTICLE 1**

Name and Address

The name of this corporation shall be:

**Brookwood Florida-Central, Inc.**

The principal office of this corporation shall be located at 901 Seventh Avenue, South, St. Petersburg, FL 33705.

**ARTICLE 2**

Purposes

This corporation is organized and shall be operated exclusively for charitable or educational purposes. The Board of Directors may take such action, which is expedient in furthering the said purposes within the meaning of Section 501 (c) 3 of the Internal Revenue Code of 1986.

Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable or educational organizations which then would qualify for the provisions of Section 501 (c) (3) of the Code and the regulations issued thereunder, and no Director, officer or private individual shall be entitled to share in the distribution of any of the assets.

**ARTICLE 3**

Prohibited Actives

No part of the net earnings of this corporation shall inure to the benefit of any Director, officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no Director or officer of this corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation.

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TALLAHASSEE, FLORIDA

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No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c) 3 of the Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Code and regulations issued thereunder.

#### ARTICLE 4

##### Powers

This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable and educational purposes for which this corporation is organized.

This corporation shall neither have nor exercise any power nor shall it engage directly or indirectly in any activity that would invalidate its status:

As a corporation that is exempt from federal income taxation as an organization described in Section 501 (c) (3) of the Code; or

As a corporation contributions to which are deductible under Section 179(c)(2) of the Code.

Notwithstanding any other provision of these Articles of Incorporation, all of this corporation's income for each of its taxable years shall be distributed at such time and in such manner as will not subject this corporation to tax under Section 4942 of the Code.

Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not:

Engage in any act of self-dealing (as defined in Section 4942(d) of the Code);

Retain any excess holdings (as defined in Section 4943(c) of the Code);

Make any investments in such manner as to subject this corporation to tax under Section 4944 of the Code; or

Make any taxable expenditure (as defined in Section 4945(d) of the Code).

#### ARTICLE 5

##### Members

This corporation shall have no members.

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#### ARTICLE 6

##### Duration

This corporation shall have perpetual existence.

#### ARTICLE 7

##### Registered Office and Registered Agent

The registered office of this corporation shall be located at 901 Seventh Avenue, South, St. Petersburg, FL 33705, and the registered agent of this corporation at such office shall be Pamela J. Mesmer. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

#### ARTICLE 8

##### Officer and Directors

The affairs of this corporation shall be managed by a Board of Directors who shall be elected as provided in the bylaws of this corporation and by officers who shall be elected by the Board of Directors. The officers thus to be elected shall be a chairperson, a secretary, and a treasurer and such other officers as may be provided for in the bylaws of this corporation. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be as provided in the bylaws.

#### ARTICLE 9

##### Directors

The members of the Board of Directors of this corporation shall consist of the following members, who shall hold office until their successors have been duly elected and qualify:

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<u>Name</u>	<u>Address</u>
Michael Batsavage	126 Chesapeake Avenue Tampa, FL 33606
Dianne Blyler	11 Lincoln Avenue, South St. Petersburg, FL 33711
Steve Dante	5924 Fifth Avenue, North., A-2 St. Petersburg, FL 33710
Nathaniel English	7322 Harbourmaster Court Tampa, FL 33607
Ann Fogler	14928 Feather Cove Road Clearwater, FL 33762
Nathaniel Fogler	14928 Feather Cove Road Clearwater, FL 33762
Ann Foster	5932 Seabird Drive, South St. Petersburg, FL 33707
Barbara Frazier	373 Hermosita Drive St. Petersburg Beach, FL 33706
Judy Malone	5814 51 <sup>st</sup> Street, South St. Petersburg, FL 33715
Linda B. Melleney	P. O. Box 565 St. Petersburg, FL 33731
Earline K. Piscitelli	14898 Feather Cove Road Clearwater, FL 33762
Angela Strain	1969 Illinois Avenue, N.E. St. Petersburg, FL 33703
Walter Strain	1969 Illinois Avenue, N. E. St. Petersburg, FL 33703

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