

5/9/2021

Division of Corporations

**726479**

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CHAUTAUQUA OFFICES OF PSYCHOTHERAPY AND  
EVALUATION,**

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**LCI II, INC.**

Pursuant to Chapter 617, Florida Statutes, the Florida Not-For-Profit Corporation Act, the undersigned, for the purpose of amending and restating the Articles of Incorporation of this Corporation does hereby make, subscribe, acknowledge, and file these Amended and Restated Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of the Corporation shall be changed from Chautauqua Offices of Psychotherapy and Evaluation, Inc. to "LCI II, Inc."

**ARTICLE II**  
**PRINCIPAL OFFICE**

The street and mailing address of the principal office of this Corporation shall be located in the County of Escambia at 1221 W. Lakeview Ave, Pensacola, FL 32501.

**ARTICLE III**  
**TERM OF EXISTENCE**

The duration of this Corporation shall be perpetual until dissolved according to law.

**ARTICLE IV**  
**PURPOSES**

The Corporation shall be a nonprofit, nonstock public benefit corporation without members. The Corporation is formed for charitable and educational purposes to provide the highest quality behavioral healthcare services which are affordable and accessible to the individuals and families in need of such services. The Corporation is classified for tax purposes as an organization qualifying as tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code").

**ARTICLE V**  
**REGISTERED AGENT**

The registered agent of this Corporation shall be: Ronald Christaldi. The street address of the registered agent of this Corporation shall be: 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

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**ARTICLE VI**  
**BOARD OF DIRECTORS**

The affairs of the Corporation shall be governed by a Board of Directors. The number of Directors constituting the initial Board of Directors shall be three (3); thereafter, the number and manner of election or appointment of Directors and their terms of office shall be as provided in the Bylaws, but the number of Directors shall not be less than three (3).

**ARTICLE VII**  
**VOTING**

The method of voting on corporate matters shall be as set forth in the Bylaws.

**ARTICLE VIII**  
**DISSOLUTION**

Upon any dissolution of the Corporation, the Board of Directors of the Corporation shall, after paying or making provision for the payment of all 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 such organization or organizations organized and operated exclusively for purposes as shall at the time qualify the organization as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law).

**ARTICLE IX**  
**AMENDMENT**

These Articles may be amended by the Board of Directors of the Corporation in accordance with the Corporation's Bylaws and in the manner now or hereafter provided in the Florida Statutes.

**ARTICLE X**  
**LIMITATION ON ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 IV 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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IN WITNESS WHEREOF, the Corporation adopted these Amended and Restated Articles of Incorporation as of this 4<sup>th</sup> day of June, 2021.

LCI II, Inc.

A handwritten signature in black ink, appearing to read "Donald Wilkerson", is written over a horizontal line.

By: Donald Wilkerson

Title: Corporate Secretary

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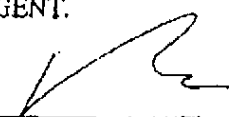
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the relevant provisions of the Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is ICH II, Inc.
2. The name and street address of the registered agent and office in the State of Florida are:

Ronald Christaldi  
101 East Kennedy Boulevard, Suite 2800  
Tampa, Florida 33602.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

  
\_\_\_\_\_  
Ronald Christaldi  
Registered Agent

Dated: June 9, 2021

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**CERTIFICATE AS TO AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
LCI II, INC.**

I HEREBY ACKNOWLEDGE, as the duly elected and qualified Corporate Secretary of  
LCI II, Inc. (the "Corporation"), the following:

That these Amended and Restated Articles of Incorporation were approved by the  
Board of Directors of the Corporation by written consent, pursuant to Section  
617.1007, Florida Statutes; and

That the Corporation had no members entitled to vote on these Amended and  
Restated Articles of Incorporation.

Dated this 4<sup>th</sup> day of June, 2021.

**LCI II, Inc.**

By: 

Name: Donald Wilkerson  
Title: Corporate Secretary

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