

735186

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MERGER OR SHARE EXCHANGE

Florida Council for Community Mental Health, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FL

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ARTICLES OF MERGER
(Florida Not-For-Profit Corporation)

The following Articles of Merger are submitted in accordance with the Florida Not-For-Profit Corporation Act, pursuant to Sections 617.1105, Florida Statutes.

FIRST: The name and jurisdiction of the surviving Not-For-Profit Corporation (the "Surviving Company") is:

Florida Council for Community Mental Health, Inc., a Florida not-for-profit corporation (Document No. 735186)

SECOND: The name and jurisdiction of the merging Not-For-Profit Corporation (the "Merging Company") is:

Florida Behavioral Health Associations, Inc., a Florida not-for-profit corporation, (Document No. N13000008821)

THIRD: The Plan of Merger is attached as Exhibit A (the "Plan of Merger").

FOURTH: The effective date and time of the merger shall be 12:01 a.m., January 1, 2019.

FIFTH: ADOPTION OF PLAN OF MERGER BY SURVIVING COMPANY. There are no members or members of the Surviving Company entitled to vote on the Plan of Merger. The Plan of Merger was adopted by the Board of Directors of the Surviving Corporation on November 15, 2018. The number of directors in office was 29. The vote for the Plan of Merger was 23 FOR and 6 AGAINST.

SIXTH: ADOPTION OF PLAN OF MERGER BY MERGING COMPANY. There are no members or members of the Merging Company entitled to vote on the Plan of Merger. The Plan of Merger was adopted by the Members of the Merging Corporation on November 15, 2018. The number of Members was 29. The vote for the Plan of Merger was 29 FOR and 0 AGAINST.

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TALLAHASSEE, FLORIDA

The undersigned have caused these Articles of Merger to be signed by an authorized officer effective as of December 31, 2018.

**MERGING NOT-FOR-PROFIT
CORPORATION:**

**FLORIDA BEHAVIORAL HEALTH
ASSOCIATION, INC.**, a Florida Not-
For-Profit Corporation

By: 

Mark P. Fontaine, CEO

**SURVIVING NOT-FOR-PROFIT
CORPORATION:**

**FLORIDA COUNCIL FOR COMMUNITY
MENTAL HEALTH, INC.**, a Florida Not-For-
Profit Corporation

By: 

Melanie Brown-Woofter,
President and CEO

EXHIBIT A

PLAN OF MERGER
for merger of
FLORIDA BEHAVIORAL HEALTH ASSOCIATION, INC.,
a Florida Not-For-Profit Corporation,
with and into
FLORIDA COUNCIL FOR COMMUNITY MENTAL HEALTH, INC.,
a Florida Not-For-Profit Corporation

The following Plan of Merger is submitted in compliance with Section 617.1101, Florida Statutes.

FIRST: The name and jurisdiction of the surviving Not-For-Profit Corporation (the "Surviving Company") is:

Florida Council for Community Mental Health, Inc., a Florida not-for-profit corporation (Document No. 735186)

SECOND: The name and jurisdiction of the merging Not-For-Profit Corporation (the "Merging Company") is:

Florida Behavioral Health Associations, Inc., a Florida not-for-profit corporation, (Document No. N1300008821)

THIRD: The effective time and date of the merger (the "Effective Time") shall be 12:01 a.m., January 1, 2019.

FOURTH: There are no changes to the Articles of Incorporation of the Surviving Company.

FIFTH: Other provisions relating to the merger are described in that certain Consolidation Agreement dated as of November 15, 2018 by and among Florida Council for Community Mental Health, Inc., a Florida not-for-profit corporation, Florida Behavioral Health Associations, Inc., a Florida not-for-profit corporation, Florida Alcohol and Drug Abuse Association, Inc., a Florida not-for-profit corporation, and the Florida Council for Behavioral Healthcare, Inc., a Florida not-for-profit corporation.