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06 MAY -3 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: KATIE WONSCH

DATE: 05/03/2006

REF. #: 000163.51552

CORP. NAME: THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.

( ) ARTICLES OF INCORPORATION (XX) ARTICLES OF AMENDMENT ( ) ARTICLES OF DISSOLUTION

( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME

( ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( ) LIMITED LIABILITY

( ) REINSTATEMENT ( ) MERGER ( ) WITHDRAWAL

( ) CERTIFICATE OF CANCELLATION

( ) OTHER:

STATE FEES PREPAID WITH CHECK# 516985 FOR $ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_______________________ COST LIMIT: $________

PLEASE RETURN:

( ) CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING (X) PLAIN STAMPED COPY

(X) CERTIFICATE OF STATUS

Examiner's Initials

FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 3, 2006

PLEASE GIVE ORIGINAL SUBMISSION DATE AS FILE DATE.

CorpDirect Agents, Inc.
515 East Park Avenue
Tallahassee, FL 32301

SUBJECT: THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.
Ref. Number: 741931

We have received your document for THE HILLSBOROUGH COUNTY CRISIS CENTER, INC. and your check(s) totaling $43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Document Specialist

Letter Number: 906A00031430

06 MAY -5 PM 3:57

**SECOND AMENDMENT TO
THE AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.**

FILED
06 MAY -3 PM 12: 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE HILLSBOROUGH COUNTY CRISIS CENTER, INC., a not-for-profit corporation duly organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to the vote of the Board of Directors of the Corporation, which vote was sufficient for approval the following resolutions were adopted on April 26, 2006, amending the Amended and Restated Articles of Incorporation:

RESOLVED, that Article I of the Amended and Restated Articles of Incorporation filed with the Secretary of State of Florida shall be deleted in its entirety and replaced with the following:

"ARTICLE I

The name of this Corporation shall be:

THE CRISIS CENTER OF TAMPA BAY, INC."

WHEREUPON, this 26th day of April, 2006, the undersigned has executed this Second Amendment to the Amended and Restated Articles of Incorporation on behalf of the Corporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended.

THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.
a Florida not -for- profit corporation

By: ______________
Name: Dennis M. Ross
As Its: President

TAMPA/51455.1
59234.00001

THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.

Pursuant to Item 3 of the Amended and Restated Articles of Incorporation of The Hillsborough County Crisis Center, Inc. (a copy of which is attached) filed with the Florida Department of State on April 15, 2003, the Corporation changed from a membership corporation to a non-membership corporation. The control of the Corporation is vested with the Board of Directors. The Board of Directors met on April 26, 2006 and voted unanimously to change the name of the organization and to file the Second Amendment to the Amended and Restated Articles of Incorporation with the Florida Department of State.

The Hillsborough County Crisis Center, Inc.

By: Jeffrey New Bott, as its Chair

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

The undersigned, THE HILLSBOROUGH COUNTY CRISIS CENTER, INC., a Florida corporation not for profit, organized and existing under the laws of the State of Florida (the "Corporation") in order to amend and restate its Articles of Incorporation in accordance with the requirements of Chapter 617, Florida Statutes states:

1. The original Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on March 9, 1978.

2. On October 1, 1987, Articles of Merger were filed with the Florida Secretary of State which merged Suicide and Crisis Center of Hillsborough County, Inc. and Sexual Abuse Treatment Center, Inc. into the Corporation and amended the original Articles of Incorporation of the Corporation.

3. This Amended and Restated Articles of Incorporation changes the Corporation from a membership corporation to a non-membership corporation. This Amended and Restated Articles of Incorporation makes no changes in the current capital structure of the Corporation.

4. This Amended and Restated Articles of Incorporation was unanimously approved by the Board of Directors of the Corporation at a meeting on 3/12, 2003 and pursuant to the current Articles of Incorporation (as amended prior hereto). The Members are not entitled to vote on this amendment.

5. This Amended and Restated Articles of Incorporation shall be effective immediately upon filing with the Florida Secretary of State, and thereafter the Articles of Incorporation of the Corporation shall read as follows:

ARTICLE I.

NAME

The name of this Corporation shall be:

THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.

ARTICLE II.

PURPOSES AND POWERS

Section 1. Purposes. The purposes for which this Corporation are organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. Specifically, the main purposes of this Corporation shall include, but not be limited to, promoting mental wellness {we need to add purposes as those in the original Articles are very outdated} and to do all things not contrary to the laws of the State of Florida, and of the United States, that are consistent with the above.:

Section 2. Powers. The Corporation is organized as a corporation not-for-profit under Chapter 617, Florida Statutes. It shall possess all of the powers enumerated in Chapter 617 Florida Statutes, as well as subsequent amendments or restatements thereto and the above statement of corporate purpose shall in no way be restrictive or limiting in any way to the powers of the Corporation, or their exercise and enjoyment. Specifically, without limitation, the

Corporation may (a) buy, acquire, receive by gift, loan, lease or exchange, and hold real and personal property, including money, bonds, securities, and intangible personal property; (b) repair, improve, sell, convey, mortgage, pledge, lease, exchange, dispose of, and otherwise deal with all or any part of its property and assets; (c) borrow money and incur debts, and in connection therewith, execute, issue and deliver promissory notes, bonds, debentures, and other evidences of indebtedness, and secure the same with mortgages or pledges of the property of the Corporation; (d) make contracts of any kind; (e) enter into leases and rental agreements; (f) solicit and receive funds, gifts, endowments, donations, devises and bequests, and (g) exercise all powers necessary or convenient to effect any or all of the purposes of the Corporation. The powers enumerated herein are not in limitation of any powers conferred upon the Corporation by law. Notwithstanding anything contained herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE III.

NONDISCRIMINATION

This Corporation does not discriminate against any client, volunteer or employee on the basis of race, color, age, sex, handicap, religion, national or ethnic origin, ancestry, sexual orientation or lifestyle.

ARTICLE IV.

TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE V.

DIRECTORS

The Corporation shall be managed, its properties controlled and its officers governed under the direction of its Board of Directors. The number of directors of the Corporation shall be the number from time to time fixed in accordance with the terms and conditions of the By-Laws, but at no time shall said number of directors be less than three. The method of election of the directors of the Corporation shall be as set forth in the Bylaws of the Corporation.

ARTICLE VI.

INITIAL SUBSCRIBERS

The names and addresses of the initial subscribers of the Corporation were as follows:

Name	Address
Ms. Anne E. Thal	2808 Horatio Street Tampa, Florida 33609
Ms. Patricia D. Topp	800 Twiggs Street Tampa, Florida 33602
Rev. A. Leon Lowry, Sr.	1006 West Cypress Street Tampa, Florida 33606

ARTICLE VII.

AMENDMENT OF BY-LAWS

Except as otherwise required by law, the By-Laws of the Corporation may be amended, altered or rescinded, or new by-laws may be adopted at any regular meeting of the Board of Directors, or at a special meeting of the Board of Directors called for that purpose, provided that written notice of the proposed amendment shall have been given at least fifteen (15) days prior to such regular or special meeting. To be adopted, such amendment must receive an affirmative vote of two-thirds (2/3) of the members of the Board of Directors present and voting at a duly constituted meeting.

ARTICLE VIII.

AMENDMENT OF ARTICLES OF INCORPORATION

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law and by these Articles. Amendments to these Articles of Incorporation may be effected at any regular meeting of the Board of Directors, or at a special meeting of the Board of Directors called for that purpose, provided that written notice of the proposed amendment shall have been given at least fifteen (15) days prior to such regular or special meeting. To be adopted, such amendment must receive an affirmative vote of two thirds (2/3) of the members of the Board of Directors present and voting at a duly constituted meeting.

ARTICLE IX.

NON-PROFIT CHARACTER

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 hereinabove set forth. Notwithstanding any other provision of these Articles, 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, except as authorized under the Internal Revenue Code of 1986 as amended (or the corresponding provision of any future United States Internal Revenue Law). 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 as amended (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, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE X.

DISSOLUTION

Under the dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for the payment of all 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 such organization or organizations organized and operated exclusively for charitable, scientific, literary and educational purposes as shall at the time qualify as an exempt organization or organizations under 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) as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the court having jurisdiction in the premises, exclusively for charitable, scientific, literary and educational purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for purposes similar to the purposes of the Corporation enumerated herein.

ARTICLE XI.
PRINCIPAL OFFICE, REGISTERED OFFICE AND REGISTERED AGENT

The street and mailing address of the initial principal office of the Corporation is One Crisis Center Plaza, Tampa, FL 33613. The street and mailing address of the present registered office is c/o Andrew Service Corporation of Florida, Inc, 201 N. Franklin Street, Suite 2100, Tampa, Florida 33602. The name of the Corporation's registered agent at the registered office is Andrew Service Corporation of Florida, Inc.

IN WITNESS WHEREOF, the Chair and Secretary of the Corporation have executed these Amended and Restated Articles of Incorporation for The Hillsborough County Crisis Center, Inc., a Florida corporation not for profit this 3rd day of April 2003, for the uses and purposes therein stated.

Jeffrey Drew Butt

Jeffrey Drew Butt, as Chair

ATTEST:

Philip V. Martino

Philip V. Martino, as Secretary

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 3rd day of April, 2003, by Jeffrey Drew Butt, as the Chair of the Hillsborough County Crisis Center, Inc., who are personally known to me and who did not take an oath.

Christine L. Greene

Notary Public, State of Florida

Christine L. Greene

My Commission Expires:

Christine L. Greene
Commission # CC 866428
Expires Oct. 13, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

[SEAL]

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 8th day of April, 2003, by Philip V. Martino, as the Secretary of the Hillsborough County Crisis Center, Inc., who are personally known to me and who did not take an oath.

Notary Public, State of Florida
Name: Christy C. Soberanis

My Commission Expires:

[SEAL]

Christy C. Soberanis
MY COMMISSION # CC871179 EXPIRES
September 20, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 617.0501, 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:

THE HILLSBOROUGH COUNTY CRISIS CENTER, INC.

2. The name and address of the registered agent and office is:

Andrew Service Corporation of Florida, Inc.
201 N. Franklin Street, Suite 2100
Tampa, Florida 33602

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES, AND THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF THE POSITION AS REGISTERED AGENT.

ANDREW SERVICE CORPORATION OF
FLORIDA, INC.

By: ____________________
Name: Joseph D. Edwards
As Its: Vice President

Date: April 3, 2002