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Gray Robinson

Division of Corporations

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**ARTICLES OF AMENDMENT TO
AMENDED ARTICLES OF INCORPORATION OF
T.D. ASSOCIATES, INC.**

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THE UNDERSIGNED, of T.D. ASSOCIATES, INC., a Florida not for profit corporation
(the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of
Amendment to the Amended Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is T.D. ASSOCIATES, INC.,
and the Corporation's Florida document number is 748049.

ARTICLE SECOND: ARTICLE II. PURPOSE of the current Amended
Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE II. PURPOSES, DISSOLUTION AND POWERS

The purposes of the Corporation are:

The sole purpose for the existence of the Corporation is, and has been, to
hold title to real property, to collect income therefrom, and to turn the entire
amount thereof, less expenses, over to ASPIRE HEALTH PARTNERS, INC., a
Florida not for profit corporation, formerly known as Lakeside Behavioral
Healthcare, Inc. (so long as it is an organization exempt from taxation under
Section 501(c)(3) of the Internal Revenue Code of 1986, as amended) and any
affiliate or subsidiary of said corporation so long as such affiliate or subsidiary is
also exempt from taxation under Section 501(c)(3) of the Code.

No part of the net earnings of the Corporation shall inure to the benefit of,
or be distributable to its directors, officers, members [unless such member is
exempt under Section 501(c)(3) of the Code] or other private persons except that
the Corporation shall be authorized and empowered to pay reasonable
compensation for services rendered to the Corporation by such persons. 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 publication or distribution
of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall not be operated for the primary purpose of carrying
on an unrelated trade or business as defined in Section 513 of the Code of 1986,
and the applicable rules and regulations thereunder.

The Corporation shall not conduct its business or affairs in such a manner as to discriminate against any person on the basis of race, color, religion, gender, or age. It is the specific intention of the Corporation that the purposes and application of the Corporation be as broad as permitted by Section 617.0301 of the Florida Not For Profit Corporation Act, but only to the extent that the Corporation qualifies as a tax exempt organization within the meaning of Section 501(c)(3) and Section 170 of the Code.

Notwithstanding any other provision herein, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under §§501(c)(2) or (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended or by an organization contributions to which are deductible under §170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

In the event of dissolution, the residual assets of the Corporation shall be distributed by the Board of Directors to ASPIRE HEALTH PARTNERS, INC., a Florida not for profit corporation, formerly known as Lakeside Behavioral Healthcare, Inc. (so long as it is an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereafter "Exempt")). Should ASPIRE HEALTH PARTNERS, INC. no longer be in existence or no longer be Exempt, then the Corporation's remaining assets, if any, shall be distributed by the Board of Directors to any one (1) or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder. Any such assets not so disposed of shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located, to such organization or organizations as said Court shall determine. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

As a means of accomplishing the foregoing purposes, the Corporation shall have the following powers:

1. To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature, or description and wherever situated.
2. To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of, any such property, both real and personal, as objects and purposes of

the Corporation may require, subject to such limitations as may be prescribed by law.

3. To borrow money, and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the Corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instruments of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the Corporation wherever situated, whether now owned or hereafter acquired.

4. To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant, or gift, provided such limitations and conditions are not in conflict with the provisions of §§501(c)(2) and/or 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

5. In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the Corporation, subject to the further limitation and condition that, notwithstanding any other provision herein, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the Corporation and as may be exercised by an organization exempt under §§501(c)(2) and/or 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended and by organizations contributions to which are deductible under §170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended."

ARTICLE THIRD: ARTICLE III. MEMBERSHIP of the current Amended Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE III. MEMBERSHIP

The sole voting member of the Corporation shall be ASPIRE HEALTH PARTNERS, INC., a Florida not for profit corporation, formerly known as Lakeside Behavioral Healthcare, Inc. (the "Member")."

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ARTICLE FOURTH: ~~**ARTICLE VIII. BOARD OF DIRECTORS**~~ of the current Amended Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE VIII. BOARD OF DIRECTORS

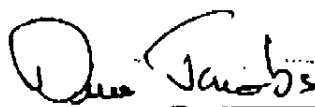
The business affairs and the property of the Corporation shall be managed by a Board of Directors, numbering not less than three (3). The number of Directors shall be fixed in the Bylaws of the Corporation. Officers and Directors shall be elected and serve such terms as provided in the Bylaws of this Corporation."

ARTICLE FIFTH: The foregoing amendments to the Articles of Incorporation of the Corporation reflected herein were duly adopted by the Board of Directors of the Corporation by a Resolution executed on the 25th day of June, 2015, in accordance with the manner prescribed by the Florida Not For Profit Corporation Act, at a meeting called for that purpose, after the required notice was given. The sole Member of the Corporation is not entitled to vote on proposed amendments to the Articles of Incorporation.

ARTICLE SIXTH: The effective date of these Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has hereunto set their hand this 25th day of

June, 2015.


By: Drew Jacobs
Its: President