

Division of Corporations

((H14000183246 3))

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000183246 3)))



H140001832463ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : HILL WARD HENDERSON
Account Number : 072100000520
Phone : (813) 221-3900
Fax Number : (813) 221-2900

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
PERSONAL ENRICHMENT THROUGH MENTAL HEALTH
SERVICES,**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$43.75

CC
Amended
Restated
@ 8/5/14

RECEIVED
14 AUG -4 AM 6:53

FLORIDA
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

((H14000183246 3)))

((H14000183246 3))

**ARTICLES OF AMENDMENT AND RESTATEMENT
TO THE
ARTICLES OF INCORPORATION
OF
PERSONAL ENRICHMENT THROUGH MENTAL
HEALTH SERVICES, INC.**

[Document Number 760262]

Pursuant to the provisions of the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes (the "Act"), PERSONAL ENRICHMENT THROUGH MENTAL HEALTH SERVICES, INC., a Florida not for profit corporation (the "Corporation"), adopts these Articles of Amendment to its Articles of Incorporation as set forth below.

**ARTICLE I
ARTICLES OF INCORPORATION**

The Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on September 29, 1981. Articles of Amendment to the Articles of Incorporation were filed with the Florida Secretary of State on March 28, 1983 and on November 8, 1991.

**ARTICLE II
AMENDMENT**

The Articles of Incorporation of this Corporation are hereby deleted in their entirety and the following Amended and Restated Articles of Incorporation are substituted therefore to wit:

* * * * *

**"AMENDMENT AND RESTATEMENT
OF THE
ARTICLES OF INCORPORATION
OF
PERSONAL ENRICHMENT THROUGH MENTAL
HEALTH SERVICES, INC.**

**ARTICLE I
Name**

The name of this Corporation shall be "PERSONAL ENRICHMENT THROUGH MENTAL HEALTH SERVICES, INC." (the "Corporation")

((H14000183246 3))

FILED
14 AUG -1 10:10 AM '14

((H14000183246 3)))

ARTICLES OF AMENDMENT AND RESTATEMENT
TO THE ARTICLES OF INCORPORATION OF
PERSONAL ENRICHMENT THROUGH MENTAL
HEALTH SERVICES, INC.

PAGE 2

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this Corporation shall be 11254 58th Street North, Pinellas Park, Florida 33782.

ARTICLE III

Registered Office and Registered Agent

The registered office of this Corporation shall be located at 11254 58th Street North, Pinellas Park, Florida 33782 and the registered agent of this Corporation at such office shall be Thomas Wedekind. This Corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE IV

Non-Member Corporation

This Corporation shall have no members and shall be governed by a board of directors as provided for in these Articles of Incorporation.

ARTICLE V

Board of Directors

The Board of Directors of this Corporation shall consist of a number of directors to be fixed from time to time by the Board of Directors or as otherwise provided in the Bylaws of this Corporation. The business and affairs of this Corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are permitted or not otherwise restricted by law or the Bylaws of the Corporation.

ARTICLE VI

Purposes and Duration

The purposes for which the Corporation is formed are exclusively charitable, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Code") and the purposes of the Corporation are limited exclusively to the charitable, scientific and educational purposes set forth below. In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other Section 501(c)(3) organizations organized and operated exclusively for charitable purposes; provided, however,

((H14000183246 3)))

((H14000183246 3)))

**ARTICLES OF AMENDMENT AND RESTATEMENT
TO THE ARTICLES OF INCORPORATION OF
PERSONAL ENRICHMENT THROUGH MENTAL
HEALTH SERVICES, INC.**

PAGE 3

said powers and authorities shall be exercised only in furtherance of charitable, scientific and educational purposes.

The primary purposes of this Corporation are to promote the health and well-being of residents of communities in which the Corporation offers its services by providing mental health services substance abuse services child welfare, and such additional services consistent with the mission of the organization. The Corporation's services shall be available to all residents of the communities served by the Corporation regardless of age, race, sex, creed, voluntary or involuntary status, or ability or inability to pay.

This Corporation shall have perpetual existence.

**ARTICLE VII
POWERS**

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Code, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

**ARTICLE VIII
LIMITATIONS ON ACTIONS**

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article 3 hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) 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 activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code or any organization, contributions to which are deductible under Section 170(c)(2) of the Code. The Corporation shall have no capital stock, pay no dividends, and distribute no part of its net income or assets to any members, Directors or officers.

((H14000183246 3)))

((H14000183246 3)))

ARTICLES OF AMENDMENT AND RESTATEMENT
TO THE ARTICLES OF INCORPORATION OF
PERSONAL ENRICHMENT THROUGH MENTAL
HEALTH SERVICES, INC.

PAGE 4

ARTICLE IX
Bylaws

The power to adopt the Bylaws of this Corporation, to alter, amend or repeal the Bylaws, or to adopt new Bylaws, shall be vested in the Board of Directors of this Corporation.

ARTICLE X
Indemnification

The Corporation shall indemnify its directors and officers from liability except as such indemnification may be prohibited by law or as otherwise provided in the Bylaws of the Corporation.

ARTICLE XI
Dissolution

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Code, as shall be selected by the last Board of Directors. None of the assets will be distributed to any officer or Director of this Corporation. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII
Amendment of Articles of Incorporation

Amendments to these Articles of Incorporation may be proposed by any director and may be adopted only by approval of at least two-thirds (2/3) of the directors."

* * * * *

ARTICLE III
DATE OF ADOPTION

The amendment was adopted on the 25th day of July 2014.

((H14000183246 3)))

((H14000183246 3))

ARTICLES OF AMENDMENT AND RESTATEMENT
TO THE ARTICLES OF INCORPORATION OF
PERSONAL ENRICHMENT THROUGH MENTAL
HEALTH SERVICES, INC.

PAGE 5

ARTICLE IV
MANNER OF ADOPTION

The amendment was duly approved by the written consent to action of the board of
directors of the Corporation.

* * * * *

[signatures on following page]

((H14000183246 3))

((H14000183246 3))

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment and Restatement to the Articles of Incorporation for the uses and purposes therein stated.

DATED this 27th day of July 2014.

PERSONAL ENRICHMENT THROUGH
MENTAL HEALTH SERVICES, INC.

By: Ken Remming
Ken Remming, President

((H14000183246 3))