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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
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FOREIGN NON-PROFIT QUALIFICATION

OPEN DOOR CHILDREN & YOUTH SERVICES, INC.

Certificate of Status	1
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TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

1. OPEN DOOR CHILDREN & YOUTH SERVICES, INC.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Pennsylvania
(State or country under the law of which it is incorporated)
3. 23-2209088
(FEI number, if applicable)
4. May 27, 1982
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Authorization
(Date corporation first conducted Affairs in Florida -
See sections 617.1501, 617.1502, and 617.155, F.S.)
7. 126 West Miner Street
West Chester, PA 19380
(Current mailing address)
8. See Rider
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Paul Langley
(Name)
5812 South Semoran Boulevard
(Office address)
Orlando, Florida, 32822
(City) (Zip Code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Paul Langley
(Registered agent's signature)

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Paul J. Langley, Jr.
Address: 5840 Sundown Circle, Apt. 318
Orlando, FL 32822

Vice Chairman: Daniel Daily
Address: 12 Somerset Drive
Coatesville, PA 19320

Director: Janet Phillips
Address: 622 Old Schoolhouse Road
Landenberg, PA 19350

Director: Dean Zampelli
Address: 26 Lost Tree Drive
Reading, PA 19607

David Donohue
360B Hilltop Road
Avondale, PA 19311

Missy Valentine
497 North Mill Road
Kennett Square, PA 19348

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Paul Langley
Address: 5840 Sundown Circle, Apt. 318
Orlando, FL 32822

Vice President: Daniel Daily
Address: 12 Somerset Drive
Coatesville, PA 19320

Secretary: Janet Phillips
Address: 622 Old Schoolhouse Road, Landenberg, PA 19350

Treasurer: Dean Zampelli
Address: 26 Lost Tree Drive, Reading, PA 19607

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Paul J. Langley, Jr.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of this application)

Paul Langley, President

(Typed or printed name and capacity of person signing application)

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RIDER

TO THE APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORITY TO CONDUCT ITS AFFAIRS IN FLORIDA FOR
OPEN DOOR CHILDREN & YOUTH SERVICES, INC.

7. Purpose or purposes of the corporation authorized in the home state to be carried out in the state of Florida:

To operate group homes, emergency shelters and placement agencies for children and youth.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 this paragraph. 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. 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 501(c)(3) of the Internal Revenue Code of 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon dissolution of the corporation, the Board of Trustees, shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all 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, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future

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United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of the Common Pleas 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.

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COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

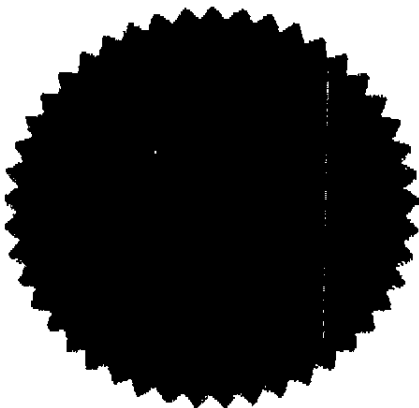
AUGUST 18, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

OPEN DOOR CHILDREN & YOUTH SERVICES

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Ditzgen

Secretary of the Commonwealth

JSOW

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