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Florida Department of State

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

NEW BEGINNINGS VISITATION, ADOPTION AND COUNSELING

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2000

BURKE AND BLUE, P.A.

SUBJECT: NEW BEGINNINGS VISITATION, ADOPTION AND COUNSELING CENTER, INC.
REF: W00000009214

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H00000015434
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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

04/06/00 THU 10:57 [TX/RX NO 76371

ARTICLES OF INCORPORATION
OF
NEW BEGINNINGS VISITATION, ADOPTION AND COUNSELING CENTER, INC.
(A Corporation Not for Profit)

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, the following Articles of Incorporation are hereby subscribed, made, and adopted.

I.

NAME OF CORPORATION

The name of the Corporation shall be:

NEW BEGINNINGS VISITATION, ADOPTION AND COUNSELING CENTER, INC.

II.

PURPOSE

The general nature, objects and purposes of the Corporation shall be to operate without profit and to accept property of whatever kind, and wherever situated, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner, and to administer and distribute such property exclusively for charitable purposes, including, but not limited to, providing adoption services, family counseling services and facilitation of family visitation in a timely and cost effect manner.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, 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 distribution in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be for the purpose of influencing 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 provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

III.

MEMBERSHIP

Membership in the Corporation shall be set forth in the Bylaws as adopted by the Board of Directors and as amended by them.

IV.

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of not fewer than three (3) persons, as determined pursuant to provision of the Bylaws. The names and addresses of the initial directors of this Corporation are:

1. PAULA J. DUBUISSON, 703 Kristanna Drive, Panama City, Florida 32405;
2. SANDRA T. GARMON, 125 Palm Harbour Boulevard, Panama City Beach, Florida 32408.
3. DONALD S. GARMON, 125 Palm Harbour Boulevard, Panama City Beach, Florida 32408.

The manner in which directors are replaced, elected or appointed shall be determined pursuant to provision of the Bylaws.

V.

CORPORATE EXISTENCE

The existence of this Corporation shall be perpetual, unless dissolved according to law.

VI.

BYLAWS

The first Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the Board of Directors in the manner provided by such Bylaws.

VII.

PRINCIPAL OFFICE ADDRESS AND ACCEPTANCE BY REGISTERED AGENT

The street address of the principal office of this Corporation is 810 Grace Avenue,

Panama City, Florida 32401, and the name of the initial registered agent of this Corporation at that address is PAULA J. DUBUISSON, who is familiar with and accepts the duties and responsibilities as registered agent for said Corporation. The street address of the registered office of this Corporation is: 810 Grace Avenue, Panama City, Florida 32401.

VIII.

INCORPORATORS

The name and address of the incorporators to these Articles of Incorporation are:

1. Paula J. Dubuissou, 703 Kristanna Drive, Panama City, Florida 32405;
2. Sandra T. Garmon, 125 Palm Harbour Boulevard, Panama City Beach, Florida 32408.

IX.

COMMITTEES

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

X.

DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes for which this Corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, 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 1986, as amended, (or the corresponding provisions of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Code.

XI.

AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, upon a 2/3 vote of the Directors in existence at the time of such amendment, alteration, change or repeal.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation as indicated below.

Executed this 6th day of April, 2000.

Paula J. Dubuison
PAULA J. DUBUISSON
Incorporator/Registered Agent

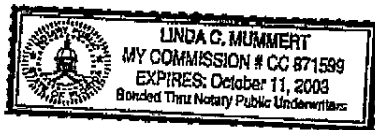
STATE OF FLORIDA
COUNTY OF BAY

I hereby certify that on this day, before me, an officer authorized to administer oaths and take acknowledgments, personally appeared PAULA J. DUBUISSON, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, and an oath was not taken.

(Check one:)

- ☐ Said person(s) is/are personally known to me.
- ☒ Said person(s) provided me the following type of identification FL D.L. # D125-668-49-883-0

Witness my hand and official seal in the County and State last aforesaid this 6th day of April, 2000.



Linda C. Mummert
Notary Signature

Linda C. Mummert
Printed Name

Executed this 6th day of April, 2000.

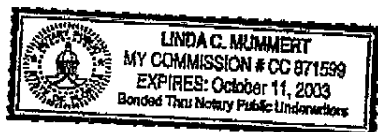
Sandra T. Garmon
SANDRA T. GARMON
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

I hereby certify that on this day, before me, an officer authorized to administer oaths and take acknowledgments, personally appeared SANDRA T. GARMON, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, and an oath was not taken.

(Check one:)

- ☐ Said person(s) is/are personally known to me.
- ☒ Said person(s) provided me the following type of identification FL.D.L. # G655-798-58-729-D



Witness my hand and official seal in the County and State last aforesaid this 6th day of April, 2000.

Linda C. Mummert

Notary Signature

Linda C. Mummert

Printed Name

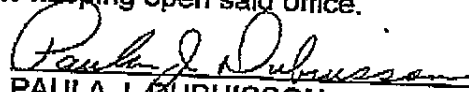
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That **NEW BEGINNINGS VISITATION, ADOPTIONS AND COUNSELING CENTER, INC.**, a Corporation Not for Profit, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Panama City, County of Bay, State of Florida, has named **PAULA J. DUBUISSON**, located at 810 Grace Avenue, City of Panama City, County of Bay, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


PAULA J. DUBUISSON
Registered Agent

**STATE OF FLORIDA
COUNTY OF BAY**

I hereby certify that on this day, before, me, an officer authorized to administer oaths and take acknowledgments, personally appeared **PAULA J. DUBUISSON**, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, and an oath was not taken.

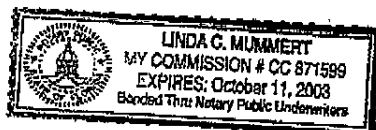
(Check one:)

- ☐ Said person(s) is/are personally known to me.
- ☒ Said person(s) provided me the following type of identification FL.D.L. D125-668-49-883-0.

Witness my hand and official seal in the County and State last aforesaid this 6th day of April, 2000.


Notary Signature

Linda C. Mummert
Printed Name



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DIVISION OF CORPORATIONS
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