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March 31, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

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-04/04/00--01039--008
*****78.75 *****78.75

RE: **VILIERE FOSTER, SHELTER & GROUP HOME, INC.**

Dear Sir/Madame:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced not-for-profit corporation, together with my firm's check in the amount of \$78.75. Please return **one (1) certified copy** of the Charter along with a copy of the Articles as soon as possible.

Thank you in advance for your kind attention to this matter. Please contact me if there are any problems or questions. I remain

Very truly yours,

ALFONSO & OHALL, P/A.


Suzette M. Alfonso

SMA/dl

Enclosures

FILED
00 APR -4 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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WC

ARTICLES OF INCORPORATION
OF
VILIERE FOSTER, SHELTER & GROUP HOME, INC.
A Not-For-Profit Corporation

FILED
00 APR -4 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the not-for-profit corporation is **VILIERE FOSTER, SHELTER & GROUP HOME, INC.**

ARTICLE II: EXISTENCE

The corporation shall have perpetual existence.

ARTICLE III: PURPOSE

The corporation is formed exclusively for charitable and educational purposes set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Moreover, the corporation shall not undertake any activities not permitted a Section 501(c)(3) organization.

ARTICLE IV: DISSOLUTION

In the event of voluntary or involuntary dissolution of the corporation, the assets of the corporation shall be dedicated to one or more exempt purposes or one or more similar exempt organizations, as defined by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Under no circumstances shall the assets be distributed to the members or founders upon dissolution.

**ARTICLE V: PROHIBITION FROM ENGAGING IN POLITICAL/
LEGISLATIVE ACTIVITY**

The corporation is prohibited from engaging in any political campaign activity and substantial legislative activity.

ARTICLE VI: DIRECTORS

Directors of the not-for-profit corporation shall be elected or appointed as specified in the applicable by-laws of the corporation.

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The post office address of the corporation's initial registered agent is 305 South Brevard, Suite 1, Tampa, Florida 33606, and the name of the initial registered agent at such address is Suzette Alfonso, Esquire, of the Law Offices of Alfonso & Ohall, P.A.. The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

ARTICLE VIII: INITIAL DIRECTORS

The initial Board of Directors shall consist of six (6) Directors, whose name and post office address is as follows:

NETTIE VILIERE
4306 East 22nd Avenue
Tampa, Florida 33605

NEOBIEN VILIERE
4306 East 22nd Avenue
Tampa, Florida 33605

KATELIA RUTLEDGE
24175 - 66th Street
Tampa, Florida 33619

PATRICIA DERAVAL
3411 North Cord Street
Tampa, Florida 33605

PERNELL SCOTT
504 E. James Street
Tampa, Florida 33603

JAMES DIXON
504 East James St.
Tampa, FL. 33603

who shall hold office until the first annual meeting of the shareholders, and until his/her successors shall have been elected and qualified or until his earlier resignation, removal from office or death.

The number of Directors may be increased from time to time by Amendment of the By-Laws, but no decrease shall have the effect of shortening the term of any incumbent Director. The number of Directors shall never be less than six (6).

ARTICLE IX: INCORPORATOR

The name and post office address of the person filing these Articles of Incorporation as Incorporator is as follows:

NETTIE VILIERE
4306 East 22nd Avenue
Tampa, Florida 33605

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members, and approved at a members' meeting by a majority of the members entitled to vote thereon, unless all the directors and all members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of members are subject to these reservations.

IN WITNESS WHEREOF, the incorporator above named has set her hand and seal this 30th day of March, 2000, for the purpose of forming this corporation under the laws of the State of Florida, and I make, subscribe, acknowledge and file these Articles of Incorporation, and certify that the facts herein stated are true.


NETTIE VILIERE

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that before me personally appeared NETTIE VILIERE, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged the execution thereof to be her free act and deed for the uses and purposes therein mentioned.

WITNESS my signature and official seal this 30th day of March, 2000.


NOTARY PUBLIC
My Commission Expires:

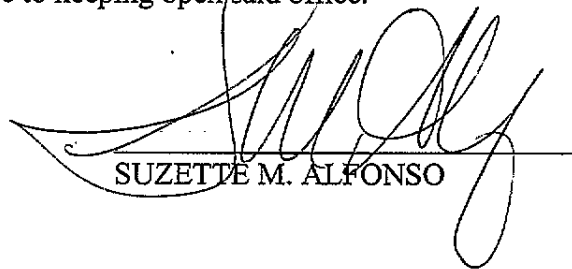
SUZETTE M. ALFONSO
Notary Public, State of Florida
My comm. exp. June 27, 2003
Comm. No. CC849648

RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: **VILIERE FOSTER, SHELTER & GROUP HOME, INC.**, desiring to organize under the laws of the State of Florida as a not-for-profit corporation, with its principal office located at 4306 East 22nd Avenue, Tampa, Florida 33605, has named Suzette M. Alfonso, Esquire, located at 305 South Brevard, Suite 1, Tampa, Florida 33606, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the 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.


SUZETTE M. ALFONSO

FILED
00 APR -4 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA