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TRANSMITTAL LETTER

FILED
00 JUL 31 AM 8: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Imm Foundation Mental Health Counseling
(Proposed corporate name - must include suffix)
& Consultation Services, INC.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

87.00 m.o
.50 cash
87.50

FROM:

Juanita Larry Riley
Name (Printed or typed)

5152 Lighthouse Rd
Address

Orlando, FL 32808
City, State & Zip

407-299-8523
Daytime Telephone number

200003318272--4
-07/10/00--01114--004
*****87.00 *****87.00

NOTE: Please provide the original and one copy of the articles.

Both are original.
Please use one as
a copy.

W-17615
PH 7/13/00 PH 8/1/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 13, 2000

JUANITA LARRY RILEY
5152 LIGHTHOUSE RD
ORLANDO, FL 32808

SUBJECT: THE FIRM FOUNDATION MENTAL HEALTH COUNSELING &
CONSULTATION SERVICES, INC.
Ref. Number: W00000017615

We have received your document for THE FIRM FOUNDATION MENTAL HEALTH COUNSELING & CONSULTATION SERVICES, INC. and your check(s) totaling \$87.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 600A00038666

Certificate of Incorporation
of **The FIRM FOUNDATION Mental Health Counseling &
Consultation Services, Inc.**
A FLORIDA CORPORATION NOT FOR PROFIT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is The FIRM FOUNDATION Mental Health Counseling & Consultation Services, Inc., ("Corporation").

ARTICLE II
Not For Profit

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit.

ARTICLE III
Principal Place of Business and Mailing Address

The principal place of business is: 5152 Lighthouse Rd., Orlando, Fl 32808
and the mailing address of this corporation shall be:
PO Box 608436
Orlando Fl 32860-8436.

ARTICLE IV
Term of Existence

The date when corporation existence shall commence shall be the date of the filing of these Articles of Incorporation by the Department of the State of Florida, and this corporation shall have perpetual existence thereafter unless and until sooner dissolved according to law.

ARTICLE V

Purpose(s)

The Corporation is organized and operated exclusively to provide therapeutic mental health and consultation services to the community within the meaning of Section 501C(3) of the Internal Revenue code. More specifically, the purposes for which the corporation is organized are:

- To provide quality mental health services to the community -at-large. Presenting to the public the entire spectrum of individual, group and family therapies.
- To establish a community-based organization focusing on prevention, treatment and education of the social issues that can create or cause (sexual, physical, domestic) abuses, homelessness, mental and emotional distress.
- Providing support in the healing and rehabilitation process of those individuals incarcerated and released from the penal system.
- The Corporation will also offer a cluster of consulting services aimed at giving support to individuals or corporations in the creation, maintenance or reorganization of the provisioning of social services. Establish a relationship with institutions in the community to conduct educational seminars and workshops. These institutions include the judicial and penal systems; public and private schools; colleges and universities; corporate and the ecclesiastical community.

The Corporation, in furtherance of its corporate purposes above set forth, shall have all the power to solicit grants and contributions, subject to any limitations provided in the Not-For-Profit Corporation Law or any other statute of the State of Florida.

ARTICLE VI

Board of Directors

The Corporation shall have three (3) directors initially. The method of election of directors is as stated in the by-laws. The number of directors may be increased or diminished from time to time by the By-Laws of the Corporation, provided that the Corporation shall always have at least three (3) directors. The initial Board of Directors of this Corporation shall be comprised of three (3) persons whose names and addresses are as follows:

Vaughn Keith Riley
5152 Lighthouse Rd.
Orlando, Florida 32808

Juanita Larry Riley
5152 Lighthouse Rd.
Orlando, Florida 32808

Shirley Carson
4049 Booker Street
Orlando, Fl 32811

ARTICLE VII

Initial Registering Agent and Street Address

The name and address of the Corporation's initial registering agent is
Vaughn Keith Riley – 5152 Lighthouse Rd., Orlando, Fl 32808.

ARTICLE VIII

Incorporators

The names and addresses of the Incorporators are:
Juanita Larry Riley – 5152 Lighthouse Rd., Orlando Fl 32808 and
Vaughn Keith Riley – 5152 Lighthouse Rd., Orlando, Fl 32808

ARTICLE IX

By-Laws

The Power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this Corporation. The original By- Laws may be amended, changed, repealed or enlarged by the Board of Directors by a majority vote of the Directors present at any regular meeting of said Board or any special meeting called for such purpose.

ARTICLE X

Limitation of Actions

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) of the Internal Revenue Code of 1954, corresponding provisions of any subsequent Federal Tax laws, or the Federal Government for a public purpose upon approval of A Justice of the Supreme Court.

Notwithstanding any other provision of these Articles of Incorporation the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue laws.

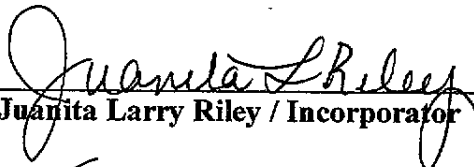
No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Five.

ARTICLE XI

Non-stock Basis

This corporation is organized under a non-stock basis.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles this 4th day of July 2000


Juanita Larry Riley / Incorporator

7/25/00
Date


Vaughn Keith Riley / Incorporator

7/25/00
Date

ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with chapter 48.081, Florida Statutes:

First, that The FIRM FOUNDATION Mental Health Counseling & Consultation Services, Incorporated, desiring to organize under the law of the state of Florida, with principal office as indicated in the Articles of Incorporation, at the City of Orlando, county of Orange, State of Florida, has named, Vaughn Keith Riley, located at 5152 Lighthouse Rd. Orlando, fl 32808, as its agent to accept service of process.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.


Vaughn Riley / Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA