

Munson, Putnam & Gunter, LLP
ATTORNEYS AND COUNSELORS AT LAW

KRISTEN C. GUNTER
PETER J. MUNSON
ABEL A. PUTNAM

500 SOUTH FLORIDA AVENUE, SUITE 200
LAKELAND, FLORIDA 33801

MAILING ADDRESS:
P.O. Box 3545 • LAKELAND, FL 33802-3545

TELEPHONE: (863) 682-1178
FACSIMILE: (863) 683-3700

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

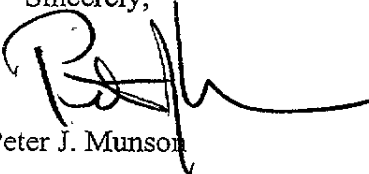
Re: Articles of Incorporation- Wilkins' Group Home of Bartow, Inc.

Gentlemen:

Enclosed for filing please find the executed original Articles of Incorporation with the Certificate Designating Resident Agent. I am also enclosing a check in the amount of \$70.00 cover the cost of filing same.

Thank you for your assistance in this matter.

Sincerely,


Peter J. Munson

PJM/ne
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 PM 3:07

P.S.

It would be appreciated if you would furnish us with confirmation of filing.

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W00-20463

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August 23, 2000

Claretha Golden, Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SENT VIA FEDERAL EXPRESS

Re: Wilkins' Group Home of Bartow, Inc.
Reference Number: W00000020463
Letter Number: 400A00044657

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DIVISION OF CORPORATIONS
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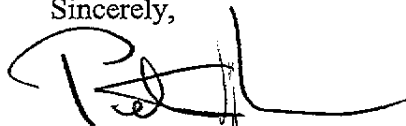
Dear Ms. Golden:

Pursuant to your enclosed letter of August 21, 2000, enclosed please find the original and one copy of the Articles of Incorporation whereas there has been an addition to Article VIII Board of Directors, Section 1 the following sentence: "The method of election of directors shall be as stated in the By-Laws."

Please file the enclosed Articles and send us confirmation in the enclosed self-addressed stamped envelope.

Thank you for your assistance with this matter.

Sincerely,



Peter J. Munson

PJM/ne
Enclosures



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 21, 2000

PETER J. MUNSON, ESQUIRE
POST OFFICE BOX 3545
LAKELAND, FL 33802-3545

SUBJECT: WILKINS' GROUP HOME OF BARTOW, INC.
Ref. Number: W00000020463

We have received your document for WILKINS' GROUP HOME OF BARTOW, INC.. However, the document has not been filed and is being returned for the following:

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 400A00044657

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ARTICLES OF INCORPORATION
OF
WILKINS' GROUP HOME OF BARTOW, INC.

The undersigned, being desirous of forming a corporation for charitable purposes, under the provisions of Chapter 617 of the Florida Statutes, does agree to the following:

ARTICLE I- Name

The name of this corporation is WILKINS' GROUP HOME OF BARTOW, INC.

ARTICLE II- Principal Office and Mailing Address of the Corporation

The address of the principal office of the corporation and its mailing address is 455 Restwood Avenue, Bartow, Florida, 33830.

ARTICLE III- Purpose

The general nature of the objections and purposes of this non-profit corporation are charitable and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code and shall be to more specifically:

(a) To offer long term care for handicapped children without parents, or whose parents are unable to care for them.

(b) To provide a home in which the handicapped children can be helped through care and training in a home-like atmosphere.

(c) To provide each child with every possible chance to develop its potential in a family atmosphere, complete with the most important ingredients in the development of any child.

(d) To provide special education and tutoring as may be required for any child. Each of school age will be enrolled in the County Public School System, as provided.

(e) Each child be provided with a prescribed program of physical activities, group play and special skills.

(f) The development of each child will be enhanced through music, arts and crafts, with such outings as are practical.

(g) Home-training, early development and homemaking training will be provided.

(h) Inter-denominational religious instructions will be available with respect to individual freedom and practice, including the right of any parent, guardian or custodian of any child to direct that no religious instruction be given their child.

(i) Transportation will be provided when necessary to schools, doctor and dental appointments, and other business.

(j) Wholesome, nutritious meals will be planned weekly and served daily. When practical, the clients may assist in meal planning and help in the preparation.

(k) To own, rent or lease real property.

(l) All powers granted by the Florida Statutes not in conflict with the purposes and philosophy of the corporation.

ARTICLE IV- Qualification of Members

The membership of this corporation constitutes all persons hereinafter named as subscriber, officers, directors, and such other persons who:

Are willing to support the purposes and goals of this organization, as indicated in the purposes and goals of the organization (Article III).

Admission of new members shall occur upon their approval by seventy five (75) percent of the membership of the Board of Directors.

ARTICLE V- Term of Existence

This corporation is to exist perpetually.

ARTICLE VI- Incorporator

The name and address of the Incorporator of these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
MARY L. WILKINS	455 Restwood Avenue Bartow, Florida, 33830

ARTICLE VII- Officers

Section 1. The officers of the corporation shall have a President, Vice-President and Secretary/Treasurer, and such other officers as may be provided by the By-Laws.

Section 2. The names and addresses of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	MARY L. WILKINS 455 Restwood Avenue Bartow, FL 33830
Vice-President	MARTHA L. WALKER 455 Restwood Avenue Bartow, FL 33830
Secretary/Treasurer	MARY A. WALKER 455 Restwood Avenue Bartow, FL 33830

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

ARTICLE VIII- Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three directors initially. The number of directors may be increased from time to time, by the By-Laws, but shall never be less than three (3). The method of election of directors shall be as stated in the By-Laws.

Section 2. Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

Section 3. The names and addresses of the initial directors who are to serve as directors of the corporation until their successors are chosen at the first meeting of the members, have qualified shall be:

<u>NAME</u>	<u>ADDRESS</u>
MARY L. WILKINS	455 Restwood Avenue Bartow, Florida, 33830
MARTHA L. WALKER	455 Restwood Avenue Bartow, FL 33830
MARY A. WALKER	455 Restwood Avenue Bartow, FL 33830

ARTICLE IX- Amendments

Section 1. These Articles of Incorporation may be amended by a special meeting of the Board of Directors called for that purpose, by an affirmative vote of at least two-thirds of those members present, unless a larger percentage may be required by law. At least two-thirds of the directors of the corporation must be present at any such special meeting before any amendment to these Articles may be made.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given as provided by the By-Laws of intention to submit amendments.

ARTICLE X- Distribution of Assets upon Dissolution

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding section of any prior or future law, or to the Federal, State or local government for exclusive public purposes.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereto set my hand and seal this 8-9-00 day of August, 2000, for the purposes of forming this corporation, not profit, under the Laws of the State of Florida.

Mary L. Wilkins
MARY L. WILKINS

STATE OF FLORIDA

COUNTY OF POLK

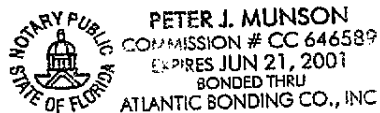
BEFORE ME, a Notary Public duly authorized in the State and county named above to take acknowledgments, personally appeared MARY L. WILKINS, to me known to be the person described as subscriber and who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 9th day of August, 2000.

[Signature]

Notary Public

My Commission Expires:



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

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

WILKINS' GROUP HOME OF BARTOW, INC. desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Bartow, county of Polk, State of Florida, has named MARY L. WILKINS of 455 Restwood Avenue, Bartow, Florida, 33830, as its resident agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.

By: Mary L. Wilkins
MARY L. WILKINS

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
00 AUG 24 PM 3:07