Florida Department of State

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FLORIDA NON-PROFIT CORPORATION

PHOEBE TENDER CARE ORGANIZATION INC.

Certificate of Status	0
Certified Copy	1
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B. McKnight MAY 0 2 2001

ARTICLES OF INCORPORATION OF PHOEBE TENDER CARE ORGANIZATION INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLET NAME

The name of the corporation shall be: PHOEBE TENDER CARE ORGANIZATION INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 361 24th Street, Riviera Beach, Florida 33404. Located in the County of Palm Beach.

ARTICLE III **PURPOSES**

The specific purpose for which the corporation is organized is: To provide affordable day care services for developmentally/medically challenged children in order to provide nursing/special services to keep them with their families.

This 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, or the corresponding section of any future federal tax code.

ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Elizabeth Golden, 361 24th Street Riviera Beach, Florida, 33406. Located in the County of Palm Beach

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, 8025 Excelsior Dr., Suite 200, Madison, WI 53717 Richard Oster, 8025 Excelsior Dr., Suite 200, Madison, WI 53717

ARTICLE VI DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in

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which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE VII MANNER OF ELECTING DIRECTORS

The method of election of directors is as stated in the bylaws.

The undersigned incorporator has executed these Articles of Incorporation this 22 day of February 2001.

Richard Oster, Incorporator

The document was prepared by:

Richard Oster, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. (608) 827-5300.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature:

Elizabeth Golden

Date: 4/15/0

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SECRETARY OF STATE

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