



No1000005877

ACCOUNT NO. : 072100000032

REFERENCE : 430594 11548A

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 78.75

ORDER DATE : August 17, 2001

ORDER TIME : 3:25 PM

ORDER NO : 430594-015

CUSTOMER NO: 11548A

Karen S. Keaton, Esq
Karen S. Keaton, P.a.

Suite 610
111 Second Avenue North East
St. Petersburg, FL 33701

800004540808--7

DOMESTIC FILING

NAME: SOCIETY OF SAINT VINCENT
DE PAUL SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

FILED
2001 AUG 17 PM 4:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JS
8/20/01

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 17 PM 3:53
NOT REPLYING
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

ARTICLES OF INCORPORATION

OF

SOCIETY OF SAINT VINCENT de PAUL SERVICES, INC.

FILED

2001 AUG 17 PM 4:13

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a corporation not for profit, under the Florida Not-For-Profit Corporations Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the Corporation shall be SOCIETY OF SAINT VINCENT de PAUL SERVICES, INC.

ARTICLE II

PURPOSES

Section 1. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any Member of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 6. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 7. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 8. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(d)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

Section 9. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable,

educational, religious, 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 or corresponding provisions of any subsequent federal tax laws, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IV

MEMBERS

The Board of Directors may provide by By-Laws for voting or non-voting membership of the Corporation.

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number and qualifications of the Directors shall be as provided in the By-Laws, but shall not be less than three (3) or the minimum required by law. The Directors shall be elected or appointed as provided in the By-Laws of the Corporation. The initial Board of Directors shall be SOPHIE SAMPSON, PAUL NELSON, CHRIS YOUMANS, and ANN VICKSTROM.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

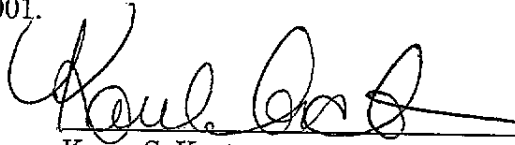
The name and address of the initial registered agent and office, and address of the principal office of the Corporation are as follows:

Registered Agent: Karen S. Keaton
Registered Agent's Address: 2816 Beach Boulevard, South, St. Petersburg, FL 33707
Principal Office: 123 8th Street, North, St. Petersburg, FL 33701

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation are Karen S. Keaton, Post Office Box, 1139, St. Petersburg, FL 33731-1139.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of August, 2001.



Karen S. Keaton
INCORPORATOR

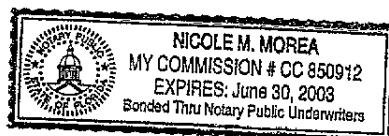
STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 16 day of August, 2001, by Karen S. Keaton, who is personally known to me ~~or who has~~ produced _____ as identification and did/did not take an oath.



Nicole M. Morea, Notary Public
STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I hereby accept to act as Initial Registered Agent of Society Of Saint Vincent de Paul Services, Inc., as stated in these Articles of Incorporation.

A handwritten signature in black ink, appearing to read 'Karen S. Keaton', written over a horizontal line.

Karen S. Keaton

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TALLAHASSEE FLORIDA