

No2000005960

TRANSMITTAL LETTER

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

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SUBJECT: CHILDREN'S ADVOCACY CENTER OF OSCEOLA COUNTY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

 X \$87.50 (+\$1.00)
Filing Fee,
Certified copy
& Certificate

ADDITIONAL COPY REQUIRED

From: Radine Himes
Project Director - Children's Advocacy Center Task Force
Kissimmee Police Department
8 North Stewart Avenue
Kissimmee, Florida 34741

(407) 847-0176, ext. 3264

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02 AUG -6 AM 10:31
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TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION
Children's Advocacy Center of Osceola County, Inc.
a not for profit corporation

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a not for profit corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be Children's Advocacy Center of Osceola County, Inc. The principal place of business and mailing address of this corporation shall be:

1605B John Young Parkway
Kissimmee, Florida 34741

ARTICLE II - DURATION

The duration of this corporation shall be perpetual.

ARTICLE III - PURPOSE

The Children's Advocacy Center of Osceola County, Inc. is an organization whose purpose is to provide a community coordinated response to child abuse victims in Osceola County. The Children's Advocacy Center of Osceola County, Inc. is a child-focused, facility-based program at which representatives from many disciplines meet to discuss and make decisions about the investigation, treatment and prosecution of child abuse cases while working to prevent further victimization of children. This multidisciplinary team approach brings together under one umbrella all the professionals and agencies needed to offer comprehensive services: law enforcement, child protective services, prosecution, mental health and medical

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communities. We are a community-based program designed by professionals and volunteers to meet the unique needs of our community. Our goals include: providing immediate follow-up to child abuse reports, providing efficient medical and mental health referrals, reducing the number of child victim interviews, increasing successful prosecution and providing consistent support for child victims and supportive adults.

Core Components:

- Separate, child-friendly facilities for interviewing and providing services to child victims and their non-offending family members.
- Five core disciplines: law enforcement, child protective services, prosecution, mental health, medical services
- Coordinated multidisciplinary case review
- Intensive case follow-up
- Specially-trained professionals

Services to be provided:

- Education, training and prevention
- Medical exams and evaluation
- Victims and Non-offending Parent Support
- Mental Health Treatment
- Joint Investigative Interviews
- Case Review and Tracking
- Multidisciplinary Team Investigation

The Children's Advocacy Center of Osceola County, Inc. is formed

exclusively for charitable purposes so as to qualify as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax exempt organizations under that code.

The corporation may exercise any and all corporate powers and may engage in any and all activities permitted by the laws of Florida in the United States for not for profit corporations. However, this corporation shall not, as a substantial part of its activities, carry out propaganda, or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE V - CAPITAL STOCK

The corporation shall not have capital stock.

ARTICLE VI - OPERATION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, except that 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 III hereof. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 - 2055 - 2522 of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VII - BOARD OF DIRECTORS

The powers of the corporation shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of a Board of Directors, the number of which may be increased or decreased from time to time as regulated by the Bylaws but shall consist of not fewer than three. When not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations not for profit. There shall be three directors constituting the initial Board of Directors. The name and address of the persons who are to serve as an initial directors are:

- 1) Mark Weimer, Chief of Police
Kissimmee Police Department
8 North Stewart Avenue
Kissimmee, Florida 34741
- 2) Nicole Quinn, Victim Services Program Specialist
Office of the Attorney General
135 W. Central Boulevard
Suite 1150
Orlando, Florida 32801

- 3) Cindy Dubrouillet, Victim Services Coordinator
Office of the State Attorney
415 N. Orange Avenue
2nd Floor
Orlando, Florida 32801

These initial directors shall hold office until the first annual meeting of members and until their earlier resignation, removal, inability to act, or death. The directors shall be elected in the manner set forth in the Bylaws.

Membership on the Board of Directors may consist of the following:

- The State Attorney of the Ninth Judicial Circuit or designee
- The Chief of Police of the St. Cloud Police Department or designee
- The Chief of Police of the Kissimmee Police Department or designee
- The Sheriff of Osceola County or designee
- The Superintendent of the Osceola County School District or designee
- The District 7 Administrator for the Department of Children and Families or designee
- The Manager of the Child Protection Team or designee
- The City Manager for the City of Kissimmee or designee
- The City Manager for the City of St. Cloud or designee
- The County Manager for Osceola County or designee
- A representative from the Department of Juvenile Justice
- Two representatives from the local business community (*)
- A professional representing a mental health provider (*)
- A parent or concerned citizen (*)
- A representative from the faith community (*)

Board members shall be eligible to serve while in the office or position they represent. A

Nominating Committee will be established to consider new members to the Board of Directors (*). This committee will submit candidates to the general Board for election consideration, as needed, and new members will be elected with a two-thirds vote of the Board.

ARTICLE VIII - OFFICERS

The corporation shall have a President, Vice President, a Secretary, and a Treasurer, and may have additional and assisting officers. A person may hold more than one office.

The name and address of the persons who are to serve as initial officers of the corporation are listed under Article VII. These officers shall manage the affairs of the corporation until the first annual election, which shall be determined by the Bylaws.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

Radine Himes, Project Director
Kissimmee Police Department
8 North Stewart Avenue
Kissimmee, Florida 34741

ARTICLE X - REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida shall be 1605B John Young Parkway, Kissimmee, Florida 34741. The name of the initial registered agent of the corporation at the above address shall be Fran Iwanski. The Board of Directors may from time to time change the registered office to another address in the State of Florida, or change the registered agent.

ARTICLE XI - DISSOLUTION

Upon dissolution, all of the corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed for an exempt purpose to any organization which shall be qualified for exemption under Section 501(c)(3) and to which a contribution shall

be permitted as a deduction under Sections 170, 2055, or 2522 as applicable, or to the Federal purpose. None of the assets shall be distributed to any officer, director, or member of the corporation, or any other person or organization not described in the preceding sentence.

ARTICLE XII - BYLAWS

The Bylaws of this corporation shall be made, approved, altered or rescinded by the Board of Directors.

ARTICLE XIII - AMENDMENTS

These Articles of Incorporation may be amended by majority vote of the voting members of the corporation in accordance with the procedures provided by Chapter 617, Florida Statutes. Such action may be taken by the voting members present at any regular or special meeting provided proper notice of the changes to be made has been given and a quorum is present, or by the voting members without a meeting if a consent in writing, signed by the voting members whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the corporation. Within 10 days after obtaining such authorization by written consent, notice summarizing the action shall be given to those members who have not consented in writing.

In witness Whereof, the undersigned Incorporator has executed the foregoing Articles of Incorporation this 2nd Day of August 2002.

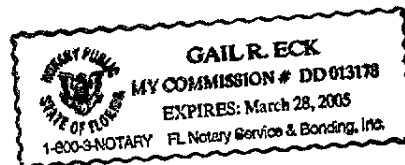
Radine Himes

STATE OF FLORIDA

COUNTY OF OSCEOLA

I HEREBY CERTIFY that the foregoing document was signed for the purposes therein expressed by Radine Himes, in my presence, this 2nd day of August, 2002.
Radine Himes is personally known to me.

Gail R. Eck
NOTARY PUBLIC



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 48.091 and 617.023, the following is submitted: The Children's Advocacy Center of Osceola County, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated as its initial registered office and has named (Captain) Franette Iwanski as its registered agent.

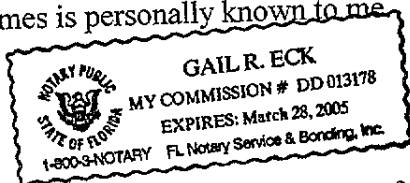
Radine Himes
INCORPORATOR

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA

COUNTY OF OSCEOLA

I HEREBY CERTIFY that the foregoing document was signed by Radine Himes for the purposes therein expressed, in my presence this 2nd Day of August, 2002. Radine Himes is personally known to me.



Gail R. Eck
NOTARY PUBLIC

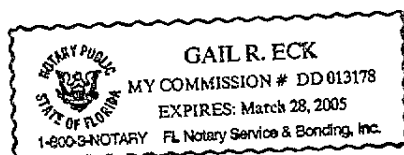
Having been named registered agent for the above stated corporation at the designated registered office, the undersigned hereby accepts said appointment, agrees to comply with provisions of Florida Statutes Section 48.091 relative to keeping open said office, and is familiar with and accepts the obligations of Florida Statutes Section 607.325.

Franette Iwanski
REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF OSCEOLA

I HEREBY CERTIFY that the foregoing document was signed for the purposes therein expressed, by Franette Iwanski in my presence, this 2nd day of August, 2002. Franette Iwanski is personally known to me.



Gail R. Eck
NOTARY PUBLIC