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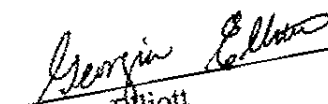
September 25, 2002

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

Subject: Trinity Group Home, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the filing fee and a certificate of status.

Thank you,

  
Georgia Elliott  
2502 Graywall Avenue  
Ocoee, FL 34761

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-09/30/02-01029-002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
02 OCT 21 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 3, 2002

GEORGIA ELLIOTT  
2502 GRAYWALL AVENUE  
OCOOEE, FL 34761

SUBJECT: TRINITY GROUP HOME, INC.  
Ref. Number: W02000028600

We have received your document for TRINITY GROUP HOME, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6962.

Valerie Ingram  
Document Specialist  
New Filing Section

Letter Number: 902A00055630

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**ARTICLES OF INCORPORATION**  
**OF**  
**TRINITY GROUP HOME, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A Non-Profit Corporation**

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not-for-profit corporation under Florida Statutes chapter 617, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

**Article I - Name of Corporation**

The name of the corporation shall be TRINITY GROUP HOME, INC.

**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. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible by law.

**Article III – Commencement of Corporate Existence**

This corporation shall commence corporate existence upon the 25th day of September 2002 and shall have perpetual existence unless sooner dissolved according to law.

**Article IV - Purposes**

The corporation is organized and shall be operated exclusively for the following purposes:

- A. To provide a home-like environment for developmentally disabled adults with behavior problems.
- B. To provide training for each individual served.
- C. To serve the individual needs of the clients to insure their safety, quality of life and well being.

Said organization is organized exclusively for charitable, religious, educational and scientific purposes, within the meaning of section 501(c)(3), 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 corresponding section of any future federal tax code.

#### **Article V – Limitation**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal taxation under 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **Article VI- Principal Business Office**

The principal business office of this Corporation shall be located at:

2502 Greywall Avenue  
Ocoee, FL 34761

#### **Article VII – Initial Registered Agent and Office**

The initial registered office of this corporation shall be located at:

2502 Greywall Avenue  
Ocoee, FL 34761

And the initial registered agent of the Corporation at that address shall be:

Georgia Elliott

- this space intentionally left blank -

### **Article VIII – Initial Board of Directors**

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the Initial Board of Directors is three (3). The number of Directors may be increased from time to time as provided in the Bylaws, but never be less than three. The Bylaws may provide for an ex-officio and honorary Directors and their rights and privileges. The names and street addresses of the initial Director(s) of this Corporation are:

Georgia Elliott  
2502 Greywall Avenue  
Ocoee, FL 34761

Dwight Elliott  
2502 Greywall Avenue  
Ocoee, FL 34761

Cornelius Garwood  
4686 Vargas Street  
Orlando, FL 32811

### **Article IX – Officers**

The Officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer and such other officers and assistant officers as may be provided in the Bylaws. Each Officer shall be elected, and may be removed by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws. The voting members shall elect Directors every 5 years as stated in the Bylaws.

### **Article X – Incorporator**

The name and street address of the Incorporator is:

Georgia Elliott  
2502 Greywall Avenue  
Ocoee, FL 34761

### **Article XI – Bylaws**

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors.

## **Article XII – Indemnification**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its Directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any action taken or failed to be taken by said Directors, officers, employees and agents in their capacity as such except for willfull misconduct or gross negligence.

## **Article XIII – Conflicts of Interest**

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniary or otherwise interested in, or are the directors or officers of such other corporation. Any Director individually or any firm of which any Director may be a member, may be a party to, or may be pecuniary or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation that shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

## **Article XIV – Limited Liability of Members**

The private property of the members shall not be subject to payment of the Corporation's debts to any extent.

## **Article XV – Nonstock Basis**

This Corporation is organized on a nonstock basis and shall not issue any shares of stock.

## **Article XVI – Amendment**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

## **Article XVII – Headings and Captions**

The headings and captions of these various articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

#### **Article XVII – Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed for the exempt purpose(s), for which the corporation was formed, within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose which corresponds to the corporation's exempt purpose(s). Any such asset not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such exempt purpose(s) and to such charitable organization or organizations as are likely to utilize the remaining assets for said exempt purposes(s).

**IN WITNESS THEREOF**, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporations, declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets her hand and seal this 9/25 day of September, 2002.

  
Georgia Elliott, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA AND  
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Trinity Group Home, Inc.

desiring to organize as a not-for-profit corporation under the laws of the State of Florida,  
with its registered office at:

2502 Greywall Avenue  
Ocoee, FL 32761

has named and designated:

Georgia Elliott

as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named 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 relating to the proper and complete performance of my duties as Registered Agent.

Dated this 25 day of September, 2002

  
Registered Agent

**FILED**  
02 OCT 21 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA