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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Restated Ant/NC
Fees
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326.00

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Seminole Cares, Inc.

DOCUMENT NUMBER: N03000002132

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Scott Griffiths

(Name of Contact Person)

Central Florida Cares Health System, Inc.

(Firm/ Company)

237 Fernwood Blvd

(Address)

Fern Park, FL 32730

(City/ State and Zip Code)

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Scott Griffiths

(Name of Contact Person)

at (407) 571-0996

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 15, 2010

SCOTT GRIFFITHS
237 FERNWOOD BLVD.
FERN PARK, FL 32730

SUBJECT: SEMINOLE CARES, INC.
Ref. Number: N03000002132

We have received your document for SEMINOLE CARES, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return 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) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 710A00006373

CENTRAL FLORIDA CARES HEALTH SYSTEM, INC.

March 22, 2010

Carol Mustain
Regulatory Specialist II
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Mustain:

Enclosed please find a copy of your letter to me on March 15, 2010, our Restated Articles of Incorporation, and your division's document for processing name changes as well as restated articles.

I am filing the document as a restatement of the articles of incorporation in order meet our company's objectives.

Thank you for your assistance, Carol.

Sincerely,



Scott Griffiths
Vice President/Treasurer
Central Florida Cares Health System, Inc. (formerly Seminole Cares, Inc.)

Attachments: Florida DOS Florida Non-Profit Articles of Amendment Form
Restated Articles of Incorporation
Letter of March 15, 2010

Cc: Debbie Driskell, President/Secretary

237 Fernwood Blvd. - Suite C - Fern Park, Florida 32730

RESTATED
ARTICLES OF INCORPORATION For
Seminole Cares, Inc.
new name
CENTRAL FLORIDA CARES HEALTH SYSTEM, Inc.

(A Not for Profit Corporation)

FILED
10 MAR 25 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Restated Articles of Incorporation of CENTRAL FLORIDA CARES HEALTH SYSTEM, Inc., a Florida not for profit corporation (the "Corporation"), dated as of March 10, 2010, are being duly executed and filed by Central Florida Cares Health System, Inc., Debbie Driskell, its president, to amend and restate the Corporation's original articles of incorporation, which were filed on March 10, 2003 under the name "Seminole Cares, Inc." These Restated Articles of Incorporation were duly adopted by the board of directors and supercede the original Articles of Incorporation and all amendments to them. The Restated Articles of Incorporation are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

ARTICLE I – NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation is CENTRAL FLORIDA CARES HEALTH SYSTEM, Inc., with its principal place of business located at 237 Fernwood Boulevard, Suite C, Fern Park, Florida 32730.

ARTICLE II - DURATION

This corporation shall have a perpetual existence, unless dissolved by law or as provided by Chapter 617, Florida Statutes.

ARTICLE III – PURPOSE

This corporation is organized and operated exclusively for charitable and educational purposes for the welfare of the general public, including, for such purposes as entertaining serving as the managing entity to administer, manage, support, and provide oversight of the Department of Children and Families Circuit 9 and Circuit 18 Substance Abuse and Mental Health Program Office services through a comprehensive behavioral health system of care composed of direct service subcontractors in Brevard, Orange, Osceola, and Seminole Counties, or as a provider of services, and/or working in concert with the State of Florida to accomplish the baseline functions.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings and no part of the activities of the corporation shall consist of 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 or in opposition to any candidate for public office.

ARTICLE IV – MEMBERS

The Corporation shall not have any members.

ARTICLE V - BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled and its affairs conducted by a Board of Directors. The number of directors of the corporation shall not be less than three (3). All directors shall be over the age of 21 years. The officers of the corporation, as provided by the By-Laws of the corporation, shall be elected by the directors of the corporation, in the manner therein set out, and shall serve until their successors are elected and have qualified. The Board shall strive to include individuals served by the Corporation and their family members, appropriate local community stakeholders and organizations, and providers of substance abuse and mental health services as defined in Chapters 394 and 397 of the Florida Statutes. The Board of Directors shall strive to include at least one resident from each of the following Counties: Brevard, Orange, Osceola, and Seminole. In addition, the Board of Directors shall strive to include at least one representative from a private receiving facility as an ex-officio director. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors.

ARTICLE VI: BYLAWS

The power to adopt, alter, amend, restate or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE VII – INITIAL REGISTERED AGENT AND STREET ADDRESS

The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Seminole, at 237 Fernwood Boulevard, Suite C, Fern Park, Florida 32730, and the initial Registered Agent

of this corporation is Central Florida Cares Health System, Inc., Debbie R. Driskell, 237 Fernwood Blvd., Suite C, Fern Park, Florida 32730.

ARTICLE VIII - AMENDMENT

These articles of incorporation may be amended or restated in the manner provided by law.

ARTICLE IX – DISSOLUTION

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501[c](3) and 170[c](2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

CERTIFICATE

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Restated Articles of Incorporation of CENTRAL FLORIDA CARES HEALTH SYSTEM, INC. (1) are restatements that do not require member approval, (2) were approved by the directors on March 10, 2010, and (3) the number of votes cast by the directors for such amendments was sufficient for approval.

Dated the 10th day of March 2010.

CENTRAL FLORIDA CARES
HEALTH SYSTEM, Inc.

By: 

Name: Central Florida Cares Health
System, Inc.

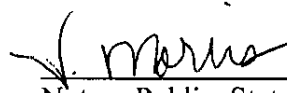
Debbie R Driskell

Title: President

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

The foregoing instrument was acknowledged before me by CENTRAL
FLORIDA CARES HEALTH SYSTEM, INC., DEBBIE R. DRISKELL, this 10th day
of March A.D., 2010, personally known to me or who provided
_____ as identification.

(Affix Notarial Seal)



Notary Public, State of Florida

