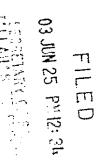
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# JACOBS ACCOUNTING, INC. 2121 MAIN STREET DUNEDIN, FL. 34698

12/18/2002

FLORIDA DEPARTMENT OF STATE DIV. OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FL. 32314

ENCLOSED IS CHECK #5254 IN THE AMOUNT OF \$ 78.75 FOR THE INCORPORATION OF PINELLAS COUNTY FAMILY LIFE SKILLS CENTER, INC.

PLEASE RETURN STAMPED COPY OF ARTICLES OF INCORPORATION TO:

JACOBS ACCOUNTING, INC. 2121 MAIN STREET DUNEDIN, FL. 34698

IF YOU HAVE ANY QUESTIONS PERTAINING TO THIS MATTER PLEASE CALL 727-210-2552.

RESPECTFULLY SUBMITTED,

HAL JACOBS ACCOUNTANT

## ARTICLES OF INCORPORATION

OF

PINELLAS COUNTY FAMILY LIFE SKILLS CENTER, INC. A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a nonprofit corporation under the laws of the State of Florida.

#### ARTICLE I: NAME AND PRINCIPAL ADDRESS

The name of the Corporation is:

PINELLAS COUNTY FAMILY LIFE SKILLS CENTER, INC.

The principal address is:

2300 CONGRESS AVE., CLEARWATER, FLORIDA 33763

#### ARTICLE II: DURATION

The Corporation shall have perpetual existence.

#### ARTICLE III: PURPOSE

The purpose for which this corporation is formed is to operate Exclusively for family crisis counseling, charitable, and educational purposes As will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws, including for such purposes as distributions to other organizations qualifying as tax exempt under the Internal Revenue Code. In addition, the corporation is organized for the following purposes

A) To render Family Crisis Counseling and to assist Christian and Non-Christian agencies alike in guidance, assistance, and education to rehabilitate and help strengthen family values.

#### ARTICLE IV: PROHIBITED TRANSACTIONS

This non profit corporation shall not:

- A) Engage in any activities prohibited by section 617.0105 of the Florida Statutes;
- B) Engage in propaganda or otherwise attempt to influence legislation;

- C) Participate or intervene, by publication or distribution of any candidate for public office;
- D) Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

#### ARTICLE V: DEDICATION OF ASSETS

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

#### ARTICLE VI: REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The post office address of the Corporation's initial registered office is 2300 CONGRESS AVE. CLEARWATER, FL. 33763 and the name of its initial registered agent at such address is BRADLEY A.MARTIN The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

#### ARTICLE VII: INITIAL DIRECTORS

The initial Board of Directors shall consist of Three Directors whose names and post office addresses are as follows:

BRADLEY A. MARTIN 2300 CONGRESS AVE. CLEARWATER, FL. 33763

SANDRA F. MARTIN 2300 CONGRESS AVE. CLEARWATER, FL. 33763

LISA M. TAYLOR 505 5<sup>TH</sup> AVE. S. W. LARGO, FL. 33770

#### ARTICLE VIII: INCORPORATOR

The name and post office address of the person signing these Articles of Incorporation as an Incorporator is as follows:

BRADLEY A. MARTIN 2300 CONGRESS AVE. CLEARWATER, FL. 33763

#### ARTICLE IX: MANAGEMENT OF CORPORATE AFFAIRS

A) BOARD OF DIRECTORS: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by The Board of Directors. The number of Directors of the corporation shall be not less than three and may be greater than three as may, from time to time, be voted upon by the Board of Directors.

The Board of Directors named in Article VII shall hold office until the first annual meeting of the Board of Directors to be held as prescribed in the Bylaws but in no event later than twelve months from the date of incorporation, at which time an election of Directors shall be held. If a vacancy occurs on the Board, such vacancy shall be filled by nomination and election by the remaining members of the Board. If the number of directors is increased above three as authorized by these Articles and the Bylaws, the newly created director positions shall be filled by nomination and election by the remaining members of the Board of Directors.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of not less than one year and until the qualification of their successors in office. The Board of Directors may, in the Bylaws of the corporation, provide for staggered terms of office of the directors.

B) CORPORATE OFFICERS: The Board of Directors shall elect a Vice President, Treasurer and Secretary and may elect such other officers, including additional vice presidents, as the Bylaws of this corporation may authorize from time to time. Such officers shall be initially elected at the first annual meeting of the Board of Directors.

#### ARTICLE X AMENDMENTS

These Articles of Incorporation my be amended by THE board OF Directors by resolution proposed and considered at any regular meeting of the Board of Directors but which may not be adopted until the next succeeding regular meeting of the Board of Directors and then only by unanimous vote. The Bylaws of the corporation shall be made, altered, amended, or rescinded by a majority vote of the Board of Directors at a meeting of the Board of Directors called for such purpose.

#### ARTICLE XI DISTRIBUTION OF ASSETS

Upon dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be donated to a non-profit organization that operates exclusively for family crisis counseling, charitable, or educational purposes which has established its tax exempt status under Section 501 ( c ) (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

In witness whereof, the Incorporator has executed these Articles of Incorporation this 12 day of December, 2002.

BRADLEY A. MARTIN

### RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

PINELLAS COUNTY FAMILY LIFE SKILLS CENTER, INC. desiring to organize under the laws of the State of Florida with its principal office located at 2300 CONGRESS AVE., CLEARWATER, FL. 33763 has named BRADLEY A. MARTIN, located at 2300 CONGRESS AVE., CLEARWATER, FL. 33763 as its agent to accept service of process within the State.

#### ACKNOWLEDGEMENT

Having been named to accept service of process for the abovestyled Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

BRADLEY A. MARTIN

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