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**BRADLEY J. WOOD, P.A.**  
ATTORNEY AT LAW

Bradley J. Wood, Esq.

2639 M.L. King/Ninth Street North  
Post Office Drawer 76387  
St. Petersburg, FL 33734-6387  
727/895-1991 FAX 727/898-3456  
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February 13, 2004

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

FILED  
2004 FEB 17 PM 1:59  
TALLAHASSEE FLORIDA STATE

RE: HMSA, INC., a Florida not-for-profit corporation

Dear Sir or Madam:

Enclosed is an original and one (1) copy of Articles of Incorporation for the above referenced not-for-profit corporation. Also enclosed is our check in the amount of \$78.75 for the filing fee and return certified copy of the Articles in this regard.

Please return the certified copy of the Articles of Incorporation provided herein, after it has been stamped with the file date, to:

Bradley J. Wood, Esq.  
P.O. Drawer 76387  
St. Petersburg, FL 33734-6387

If you have any questions concerning this request, please contact the undersigned.

Very truly yours,



Bradley J. Wood

Encl.

cc: Wayne Tiggett

**ARTICLES OF INCORPORATION  
OF  
HMSA, INC.,  
a Florida Not-For-Profit Corporation**

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2004 FEB 17 PM 1:59

TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a nonprofit corporation under Chapter 617 of the Florida Statutes.

**ARTICLE I. NAME**

The name of the Corporation shall be HMSA, INC.

**ARTICLE II. PRINCIPAL OFFICE**

The address of the principal office of the Corporation shall be 8405 11<sup>TH</sup> Street, North, Tampa, FL 33604, and the mailing address of the Corporation shall be the same.

**ARTICLE III. PURPOSE**

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code, and shall be operated exclusively to provide for rehabilitation and recovery services, which shall include, but not necessarily be limited to, the following:

1. To promote and provide rehabilitation, recovery support and aftercare services for men with life controlling issues and addictions.
2. To provide facilities for the care, rehabilitation, recovery, training and aftercare service for men with life controlling issues and addictions.
3. To provide training and assistance to those having gone through a recovery program for life controlling issues and addictions in dealing with life skills development, employment resourcing and mentoring.

**ARTICLE IV. MEMBERSHIP**

Membership is limited to the Board of Directors, and such other persons as may be prescribed in the By-Laws of the Corporation.

## **ARTICLE V. DIRECTORS**

The management of the corporation shall be vested in and governed by the Board of Directors, consisting of not less than three (3) members, nor more than the maximum number set forth in the By-Laws of the corporation. Directors shall be elected or appointed as set forth in the By-Laws of the corporation. The names and addresses of the persons who are the initial Board of Directors of the corporation are as follows:

Wayne Tiggett	8405 11 <sup>th</sup> Street, North	Tampa, FL 33604
Bradley J. Wood	2639 Dr. M.L. King Street North	St. Petersburg, Florida 33704
Richard Adamson	8405 11 <sup>th</sup> Street, North	Tampa, FL 33604
Steve Deal	8405 11 <sup>th</sup> Street, North	Tampa, FL 33604
Barbara Dixon	8405 11 <sup>th</sup> Street, North	Tampa, FL 33604
Mary Dunphy	8405 11 <sup>th</sup> Street, North	Tampa, FL 33604
Travis Hills	8405 11 <sup>th</sup> Street, North	Tampa, FL 33604
Patricia Phelps	8405 11 <sup>th</sup> Street, North	Tampa, FL 33604

## **ARTICLE VI. NON-PROFIT**

There shall be no capital stock issued in the corporation, or shares of any kind. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 above. 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.

## **ARTICLE VII. CONFORMANCE WITH LAWS**

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 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 VIII. DISSOLUTION**

In the event of the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code; or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of for such purposes or to such organization or organizations, as the Board of Directors shall determine, which are organized and operated exclusively for such purposes as would qualify them as exempt under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT**

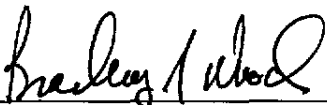
The registered office of the corporation shall be that of Bradley J. Wood, P.A., located at 2639 Dr. M.L. King Street North, St. Petersburg, Florida 33704. The name of the Registered Agent of the corporation at that address is Bradley J. Wood, Esq.

#### **ARTICLE X. THE INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is

Bradley J. Wood      2639 Dr. M.L. King Street North      St. Petersburg, Florida 33704

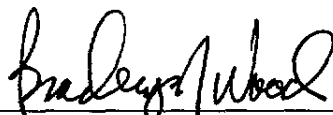
**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of February, 2004.

  
\_\_\_\_\_  
Bradley J. Wood, Esq., Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I hereby accept the appointment of Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and completed performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent under Section 617.0503, Florida Statutes.

Dated this 13<sup>th</sup> day of February, 2004.



Bradley J. Wood, Esq., Registered Agent  
2639 Dr. M.L. King Street North  
St. Petersburg, Florida 33704

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CLERK OF STATE  
TALLAHASSEE FLORIDA