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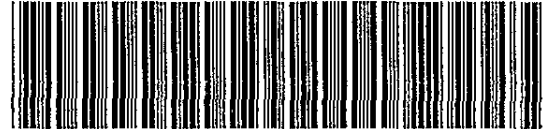
(Business Entity Name)

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TALLAHASSEE, FLORIDA

gr 2/01/05

Ronald A. Locke
3700 NW 91st Street, Suite A100
Gainesville, FL 32606

2005 JAN 27 PM 3:46

STATE
TALLAHASSEE FLORIDA

January 21, 2005

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization for
FRIENDS OF CHILDREN OF NORTH CENTRAL FLORIDA, INC.

To Whom It May Concern:

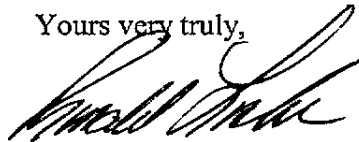
Please find enclosed the original and one copy of the Articles of Incorporation of :

FRIENDS OF CHILDREN OF NORTH CENTRAL FLORIDA, INC.

Please also find enclosed my check in the amount of \$70.00 for filing the articles and certification of the registered agent.

Would you record these articles and provide me with a copy reflecting your date/time stamp. Thank you for your assistance.

Yours very truly,



Ronald A. Locke

Enclosures

2005 JAN 27 PM 3:47
STATE
FALLA HILL SEE FLORIDA

**ARTICLES OF INCORPORATION FOR
FRIENDS OF CHILDREN OF NORTH CENTRAL FLORIDA, INC.**

ARTICLE I

Name.

The name of the corporation is: FRIENDS OF CHILDREN OF NORTH CENTRAL FLORIDA, INC.

ARTICLE II

Principal place of business and mailing address.

The present principal place of business of the corporation is 3700 NW 91st Street, Suite A100, Gainesville, FL 32606, , and the mailing address of this corporation is also 3700 NW 91st Street, Suite A100, Gainesville, FL, 32606, or such other address as designated in the Annual Report.

ARTICLE III

Purpose.

The purpose for which the corporation is formed and the business and objectives to be carried on and promoted by it are as follows:

The corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law. The purpose of the corporation shall be to establish and maintain an educational campus and housing facilities for children who, because of family crises, have been removed who have been temporarily or permanently removed from their homes or natural families by a governmental or other authorized agency.

To this end, the Corporation is empowered to perform all acts authorized by law; provided, however, the corporation shall not engage in any activity that is not permitted by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code of 1986, or any corresponding future provision of the Revenue Code, and the Corporation shall not attempt to influence legislation by propaganda or otherwise, nor shall it intervene in or participate in any political campaign on behalf of any candidate for public office. No part of the net earnings of this Corporation shall inure to the benefit of any member or private individual,

and no member, director, or officer of the Corporation shall receive any pecuniary benefit from the Corporation, except such reasonable compensation as may be allowed for services actually rendered to the Corporation.

ARTICLE IV.

Duration.

The corporation shall have perpetual existence.

ARTICLE V.

Membership.

The qualifications for membership in the corporation shall be as provided in the Bylaws of the Corporation.

ARTICLE VI.

Manner of election of directors.

The number of directors and the manner in which the directors are elected shall be set forth in the Bylaws of the corporation, except that the number of directors shall never be less than the minimum number required by Florida and federal law for entities of the type which qualify for federal income tax exemption under Section 501(c) of the Internal Revenue Code of 1986, or subsequent amendments.

ARTICLE VII.

Manner of election of officers.

The offices of the corporation and the manner in which the officers are elected shall be set forth in the Bylaws of the corporation.

ARTICLE VIII.

Bylaws.

The Bylaws of the corporation may be altered or amended from time to time upon the vote of a majority of the Board of Directors present at any regular meeting of the Board, or otherwise in accordance with the Bylaws themselves.

ARTICLE IX.

Registered agent and street address.

The name and the street address of the registered agent is: Ronald A. Locke, 3700 NW 91st Street, Suite A100, Gainesville, FL 32606, and the acceptance of the duties of registered agent by said individual are attached hereto.

ARTICLE X.

Distribution on dissolution.

Upon the dissolution or other termination of the Corporation, no part of the property of the Corporation or any of the proceeds shall be distributed to or inured to the benefit of any of the members of the Corporation, but all such property and proceeds, subject to the discharge of valid obligations of the Corporation, shall be distributed as directed by members of the Corporation among one or more corporations, trusts, community chests, funds, or foundations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, no part of the net earnings of which inure to the benefit of any private shareholder, member, or individual, and no substantial part of whose activities consist of carrying on propaganda or otherwise attempting to influence legislation, or which does not participate or intervene in any political campaign on behalf of any candidate or public office, or other entities of the type which qualify for federal income tax exemption under Section 501(c) of the Internal Revenue Code of 1986, or subsequent amendments.

ARTICLE XI.

Right to indemnification.

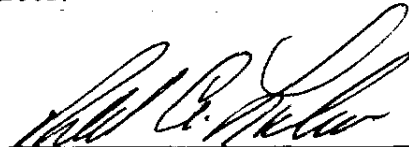
To the extent permitted by the law of Florida, the corporation shall indemnify any person who was or is a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals by reason of the fact that person is or was acting as a director, officer, or employee of the Corporation. Indemnification shall be against all expenses, including without limitation, attorney's fees, court costs, expert witness fees, judgments, decrees, and fines reasonably and actually incurred by the person in settlement of any action, suit, or proceedings provided that the Board of Directors shall first have determined, in its sole judgment, that the person acted in good faith and in a manner that he or she reasonably believed to be in the best interest of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Corporation.

ARTICLE XII.

Incorporator.

The name and address of the incorporator of the incorporation is: RONALD A. LOCKE, 3700 NW 91st Street, Suite A100, Gainesville, FL 32606.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 25 day of January, 2005.



RONALD A. LOCKE
Incorporator

ARTICLES OF INCORPORATION FOR
Friends of Children of North Central Florida, Inc.
Page 5

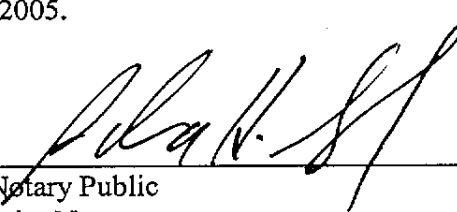
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STATE OF FLORIDA
TALLAHASSEE FLORIDA

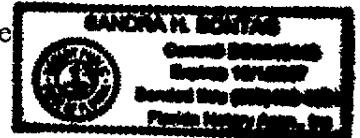
STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority, appeared RONALD A. LOCKE, ☒ to me personally known, or () who produced _____ as identification, who being sworn, deposes and says that he is the Incorporator of these Articles of Incorporation, and such Incorporator verifies that all statements and information contained herein are true and correct.

Dated this 25th day of January, 2005.




Notary Public
Print Name:
Commission Expiration Date:
Commission Number:



CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, RONALD A. LOCKE, whose address is 3700 NW 91st Street, Suite A100, Gainesville, FL 32606, do hereby consent to appointment as Registered Agent of the above corporation.



RONALD A. LOCKE
Registered Agent