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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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D. WHITE APR 28 2006

S. KEITH TURNER, ESQUIRE

PERSONAL INJURY • REAL ESTATE • PROBATE • GUARDIANSHIPS • WILLS

April 20, 2006

Department of State
Divisions of Incorporations
PO BOX 6327
Tallahassee, FL 32314

RE: Articles of Incorporation

Dear Sir or Madame:

Enclosed find Original and one copy of the Articles of Incorporation of **Horizon Crossroads Group Homes.**, with a check for \$78.75 for the filing and certificate copy fee.

Any questions, please do not hesitate to contact the undersigned at the above stated address.

Very Truly Yours,



Shannon Keith Turner

Shannon Keith Turner, P.A.

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ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for profit)
Florida Nonprofit Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HORIZON CROSSROADS GROUP HOMES, INC.

ARTICLE I
CORPORATE NAME

The name of this Corporation is **HORIZON CROSSROADS GROUP HOMES, INC.**

ARTICLE II
CORPORATE ADDRESS

The principal place of business and mailing address of the Corporation's registered office shall be 1337 W. Colonial Drive, Orlando, Orange County, Florida 32804.

ARTICLE III
GENERAL AND SPECIFIC PURPOSES

The primary purposes for which this Corporation is formed are:

A. This is a nonprofit Corporation, organized solely for general educational, religious, and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

B. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of this funds for such purposes.

C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provision of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operations foundations.

ARTICLE IV
MANNER OF ELECTION

The President of this Corporation shall appoint all Directors when deem necessary.

ARTICLE V
BOARD OF DIRECTORS

A. The affairs of the Corporation shall be managed by a Board of Directors consisting of a minimum of four (4) and a maximum of ten (10) members. The initial Board of

Directors of this Corporation, whose term in office shall remain in effect until the President appoint in accordance with the Bylaws of this Corporation. The initial Board of Directors are as follows:

Shannon Keith Turner, Esquire, Director, President and CEO
1337 W. Colonial Drive, Orlando, Orange County, Florida 32804

Cyclyn R. Smith-Mobley, Th.d, JD, Director and Vice President
12739 Serenade Circle North, Jacksonville, Florida 32225

Lorraine J. Parente, Director and Treasurer
1337 W. Colonial Drive, Orlando, Orange County, Florida 32804.

Yolanda Jean Brown, Director and Secretary
1337 W. Colonial Drive, Orlando, Orange County, Florida 32804.

Claire Oscar Dew, Director
1337 W. Colonial Drive, Orlando, Orange County, Florida 32804

Natah Gorden, Ph.d, Director
1337 W. Colonial Drive, Orlando, Orange County, Florida 32804

Arthur L. Dunklin, Director
1337 W. Colonial Drive, Orlando, Orange County, Florida 32804

Dorothea M. Tolson, Associate Director
1337 W. Colonial Drive, Orlando, Orange County, Florida 32804

ARTICLE VI CORPORATE POWERS

Corporate posers of this Corporation are as provided in Chapter 617, Florida Statutes, and unless otherwise limited by the by-laws.

ARTICLE VII REGISTERED AGENT AND OFFICE

The address of the Corporation's registered office shall be 1337 W. Colonial Drive, Orlando, Orange County, Florida 32804 and the name of its registered agent at said address shall be Shannon Keith Turner.

ARTICLE VIII INCORPORATOR

The name and residence address of the subscriber of this Corporation is as follows:
Shannon Keith Turner, 1337 W. Colonial Drive, Orlando, Orange County, Florida 32804

**ARTICLE IX
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE X
MEMBERSHIP**

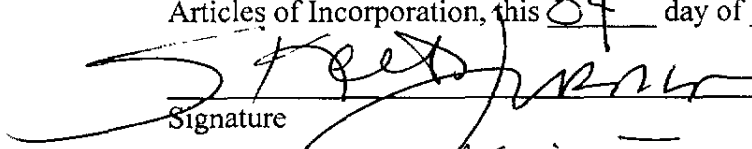
This Corporation is organized and shall be operated exclusively on a non- stock basis. There shall be three classes of membership as described below:

- A. The first class of membership, to be known as the Corporation of Directors, shall consist of at least seven (7), ,but no more than ten (10) Directors. Four (4) Directors shall also hold an office, i.e., 1) The President/CEO, 2) Vice President, 3) Secretary, and 4) Treasurer. The same Director may serve in a combined office of Secretary/Treasurer. There will also be three (3) additional Directors. The President/CEO shall appoint or remove all Corporation members. The Corporation members must give their approval by majority vote, for any merger, consolidation, dissolution or liquidation of the Corporation.
- B. The second class of membership, to be known as Associate Directors, shall consist of at least one (1), but no more than two (2) Associate Directors, for the purpose of overseeing various projects, fundraising and other business as designated by the President/CEO; and who shall report directly to the President/CEO. The President/CEO shall appoint or remove all Associate Directors, and the Associate Directors shall have neither voting rights nor management powers.
- C. The third class of membership, to be known as the Corporation of Council, shall consist of no more than ten (10) members, as elected from time to time, and for such periods as designated by the majority vote of the Corporation of Directors. The members of the Corporation of Council of the Corporation shall have neither voting rights nor management powers.

**ARTICLE XI
DISSOLUTION**

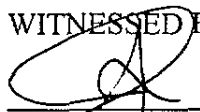
Upon the dissolution of the Corporation and after paying or making provisions for the payment of all the liabilities of the Corporation, the remaining assets of the Corporation shall be distributed to a non-profit organization organized and operated exclusively for charitable purposes substantially similar to those of this Corporation, and which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Internal Revenue Law).

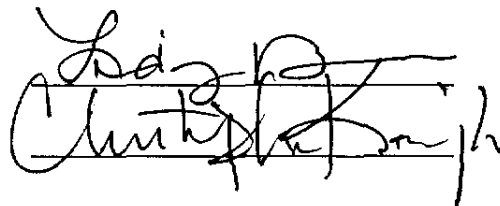
The undersigned, being the Incorporator of this Corporation, for the purpose of forming this nonprofit Corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 04 day of 20, 2006


Signature

Shannon Keith Turner
Print Name and Title

WITNESSED BY:

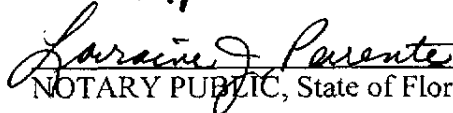

Witness


Witness

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, personally appeared Shannon Keith Turner, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he/she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th
Day of April, 2006.


NOTARY PUBLIC, State of Florida

Date Commission Expires: 10/31/08

SEAL




Lorraine J Parente
My Commission DD344227
Expires October 31, 2008

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered official registered agent, in the State of Florida.

1. The name of the Corporation is Horizon Crossroads Group Homes, Inc.
2. The name and address of the registered agent and office is: Shannon Keith Turner, 1337 W. Colonial Drive, Orlando, Orange County, Florida 32804

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS 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 COMPLETE PERFORMANCE OF MY DUTIES; AND I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF, MY POSITION AS REGISTERED AGENT.


Date 04/22/04

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA