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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Specialized Family Services of North Florida, Inc.

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**ARTICLES OF INCORPORATION
OF
SPECIALIZED FAMILY SERVICES OF NORTH FLORIDA, INC.**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I-NAME

The name of the Corporation is Specialized Family Services of North Florida, Inc.

ARTICLE II-PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of the Corporation's principal office is 4057 Carmichael Avenue, Suite 101, Jacksonville, Florida 32207.

ARTICLE III-PURPOSES

The Corporation is organized exclusively for charitable, religious, literary, scientific and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") including, for such purposes, (i) to provide support to the Sole Member (as defined herein); (ii) to provide direct client services to minor children and their caregivers in furtherance of the Corporation's charitable purposes; (iii) to make distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code; (iv) to exercise all the powers enumerated in Section 617, Florida Statutes, as it now exists or is subsequently amended or superseded and (v) to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers herein above enumerated which are not in derogation of the laws of the State of Florida. However, the Corporation is subject to the following limitations:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 these Articles of Incorporation;
2. No part of the activities of the Corporation shall include the carrying on of propaganda or be used to influence legislation as defined in Section 4945 of the Code;
3. The Corporation shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office; and

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4. 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 Code, (b) by a Corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Code, or (c) by a nonprofit Corporation organized under the laws of the State of Florida pursuant to the provisions of Chapter 617, Florida Statutes.

ARTICLE IV- SOLE MEMBER

The Corporation shall be organized on a non-stock basis and its sole member shall be Family Support Services of North Florida, Inc. (the "Sole Member"). The membership interest in this Corporation shall be transferable within the sole discretion of the Sole Member. However, the membership interest shall in no event be transferable upon the dissolution, bankruptcy, insolvency or similar event, of the Sole Member. Instead, the membership interest shall immediately terminate and the Corporation shall cease to be a member organization upon the dissolution, bankruptcy or insolvency of the Sole Member and thereafter, the then Directors of this Corporation shall exercise all powers formerly exercisable by the Sole Member.

ARTICLE V DIRECTORS AND THE MANNER OF ELECTION OF DIRECTORS

The Corporation shall be managed by or under the direction of a Board of Directors. At all times, there shall be at least three (3) but no more than five (5) members of the Board of Directors. The Board of Directors shall carry out the purposes of the Corporation in compliance with these Articles of Incorporation and the Corporation's Bylaws. The method of appointment or election of directors shall be as stated in the Bylaws of this Corporation.

ARTICLE VI - DISSOLUTION

In the event of dissolution of the Corporation, the winding up of its affairs or other liquidation of its assets, the Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual, and all assets remaining after the payment of the Corporation's debts shall be conveyed or distributed at the direction of the then Directors of the Corporation to the Sole Member, or if such organization has ceased to exist or is no longer exempt from tax under Section 501(c)(3) of the Code, to such other organization or organizations that are exempt from federal income tax under Section 501(c)(3) of the Code as directed by the then Directors of the Corporation.

ARTICLE VII - AMENDMENT

The Board of Directors of the Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law; provided,

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however, that amendments shall not become effective until approved by the Sole Member of this Corporation.

ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent are Lee E. Wilson, 4057 Carmichael Avenue, Suite 101, Jacksonville, Florida 32207.


ARTICLE IX - INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation are Lee E. Wilson, 4057 Carmichael Avenue, Suite 101, Jacksonville, Florida 32207.

ARTICLE X - INDEMNIFICATION

Directors, officers, employees and agents of the Corporation shall be indemnified to the full extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of June, 2007.



Lee E. Wilson

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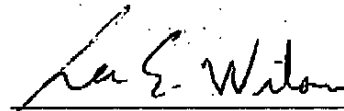
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, Specialized Family Services of North Florida, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is Specialized Family Services of North Florida, Inc..
2. The name and address of the registered agent and office are Lee E. Wilson, 4057 Carmichael Avenue, Suite 101, Jacksonville, Florida 32207.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, LEE E. WILSON HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. LEE E. WILSON FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HIS POSITION AS REGISTERED AGENT.


Lee E. WilsonDate: June 25, 2007

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