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1/12/09

BOSWELL & DUNLAP LLP

ATTORNEYS AT LAW

Clarence A. Boswell
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Phone: (863) 533-7117
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January 7, 2009

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

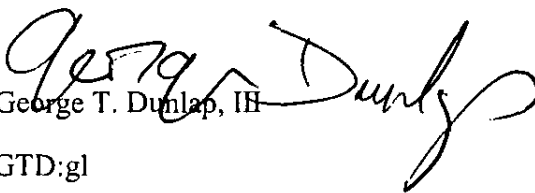
Re: T.L.C. Association, Inc.
Our file GTD-088052

Dear Sir:

Enclosed please find Articles of Incorporation and Certificate Designating
Registered Office and Registered Agent for T.L.C. Association, Inc. and our
check for \$78.75.

Please file the Articles and send us a certified copy of same.

Sincerely,


George T. Dunlap, III

GTD:gl

Enclosures

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ARTICLES OF INCORPORATION
OF
T.L.C. ASSOCIATION, INC.

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We the undersigned, with other persons being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I - NAME

The name of this corporation is: T.L.C. Association, Inc.

ARTICLE II - OBJECTS AND PURPOSES

The general nature of the objects and purposes of this corporation shall be:

Section 1. Provide training and supportive services to all Foster/Adoptive/Relative-Kinship/Non-Relative Care providers, and Foster/Adoptive/Relative Care/Non-Relative Care/Independent Living Children in the counties of Polk, Highlands and Hardee.

Section 2. Take proactive and positive actions as deemed necessary by the membership of the Corporation.

Section 3. Improve conditions for the betterment of children, families, and the Foster/Adoptive/Relative-Kinship/Non-Relative Care systems.

Section 4. Be the collective voice of all the Corporation's members.

Section 5. To bring about better communication between Foster/Adoptive Parents/Non-relative, and Relative-Kinship Care Providers, their agencies and the public.

Section 6. Provide a vehicle by which Foster/Adoptive parents/Non-Relative, and Relative-Kinship Care Providers can improve themselves and the quality of Foster/Adoptive/Non-Relative, and Relative-Kinship Care systems in the counties of Polk, Highlands and Hardee.

Section 7. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 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. 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE III - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE IV - MEMBERSHIP

Section 1. A Foster/Adoptive Parent/Non-Relative, and Relative-Kinship Care Provider shall be defined for the purpose of these By-Laws as a person licensed or recognized by the Department of Children and Families/Community Base Care and/or licensed private child-placing agency to care for children in a family home, non-institutional in character.

Section 2. Regular Membership: Members must be dues- paid, licensed Foster Parents/Adoptive Parent/Non-Relative and/or Relative-Kinship Care Providers in good standing in accordance with Florida Statutes. Regular members shall have the right to vote on all matters brought to the members of the Corporation, and each shall receive all information and mailings about State/National activities of the Corporation.

Section 3. Supporting Membership: Members must be dues-paid interested persons and/or organizations that support the purposes and efforts of the Corporation. The benefits of this membership include membership card, auditing meetings and receiving mailings. This membership does not include voting rights or individual membership enrollment for members of the support organization or agency.

Section 4. Honorary Membership: This shall be awarded by a majority vote of the general membership present at a regularly scheduled meeting. The benefits of this membership are the same a regular member in good standing.

Section 5. Corporate Membership: This membership is obtained by payment of established dues. The benefits of this membership include membership card, auditing meetings and receiving mailings and announcements. This membership has no voting rights.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have four (4) directors initially. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than four (4).

Section 2. Each member of the Board of Directors shall be a regular member of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4. The names and addresses of the persons who are to serve as Directors until the first annual meeting of the membership are:

<u>NAME</u>	<u>ADDRESS</u>
David Allen	590 Lucille Street Bartow, Florida 33830
Alicia Simmons	2117 High Point Avenue Winter Haven, Florida 33880
John Ash	6800 Matanzas Drive Sebring, Florida 33872
Amie Schwartz	620 Otto Polk Frostproof, Florida 33843

ARTICLE VI - OFFICERS

Section 1. The officers shall consist of a President, Vice-President, Treasurer and Corresponding Secretary, and such other officers as provided in the By-Laws.

Section 2. Officers of the corporation shall be elected by the membership as provided in the By-Laws.

Section 3. Vacancies shall be filled by the Board of Directors until a special election of the membership can be held.

Section 4. The names of the persons who are to serve as officers of the corporation until the first annual meeting of the membership:

OFFICE**NAME AND ADDRESS**

President

David Allen
590 Lucille Street
Bartow, Florida 33830

Vice-President

Alicia Simmons
2117 High Point Avenue
Winter Haven, Florida 33880

Treasurer

John Ash
6800 Matanzas Drive
Sebring, Florida 33872

Corresponding Secretary

Amie Schwartz
620 Otto Polk
Frostproof, Florida 33843**ARTICLE VII - SUBSCRIBERS**

The names and residences of the subscribers to these Articles are:

NAME**ADDRESS**

David Allen

590 Lucille Street
Bartow, Florida 33830

Alicia Simmons

2117 High Point Avenue
Winter Haven, Florida 33880

John Ash

6800 Matanzas Drive
Sebring, Florida 33872

Amie Schwartz

620 Otto Polk
Frostproof, Florida 33843**ARTICLE VIII - BY-LAWS**

Section 1. The regular members of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those regular members present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, or at a regular meeting of the membership upon notice given, by a 51% vote of those regular members present.

ARTICLE X - LOCATION

The location and mailing address of this corporation shall be 590 Lucille Street, Bartow, Florida 33830. Its Registered Office shall be Boswell & Dunlap LLP, 245 South Central Avenue, Bartow, Florida 33830, and its Resident Agent at that address shall be George T. Dunlap, III, Attorney at Law.

ARTICLE XI - DISTRIBUTION OF DIVIDENDS, PROFITS OR ASSETS

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and, upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set her hand and seal this 5 day of January, 2008, for the purpose of forming this corporation not for profit under laws of the State of Florida.

Amie Schwartz
Amie Schwartz

**STATE OF FLORIDA
COUNTY OF POLK**

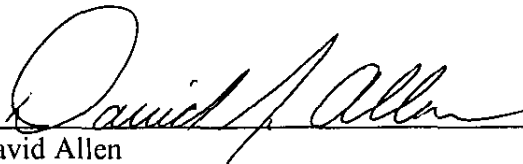
Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared AMIE SCHWARTZ, who is personally known to me as the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state above named this 5 day of January, 2008.

Elizabeth M. Manahan
Notary Public - State of Florida
My commission expires:

ELIZABETH M. MANAHAN
Notary Public, State of Florida
My comm. expires Mar. 11, 2012
Comm. No DD 758492

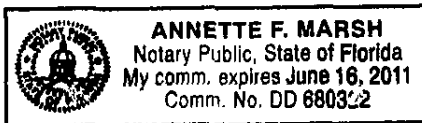
IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal this 17th day of November, 2008, for the purpose of forming this corporation not for profit under laws of the State of Florida.

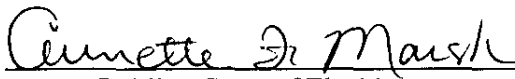

David Allen

**STATE OF FLORIDA
COUNTY OF POLK**

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID ALLEN, who is personally known to me as the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state above named this 17th day of November, 2008.




Notary Public - State of Florida
My commission expires:

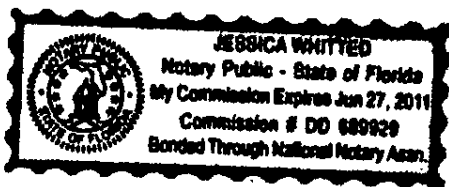
IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set her hand and seal this 17th day of November, 2008, for the purpose of forming this corporation not for profit under laws of the State of Florida.

Alicia Simmons
Alicia Simmons

**STATE OF FLORIDA
COUNTY OF POLK**

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ALICIA SIMMONS, who is personally known to me as the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed and subscribed to these Articles of Incorporation.

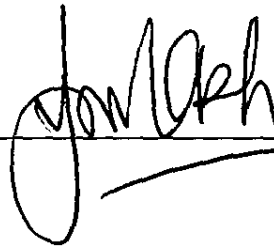
WITNESS my hand and official seal in the county and state above named this 17th day of November, 2008.



Jessica Whittey
Notary Public - State of Florida
My commission expires: June 27, 2011

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal this 17 day of NOVEMBER, 2008, for the purpose of forming this corporation not for profit under laws of the State of Florida.

John Ash



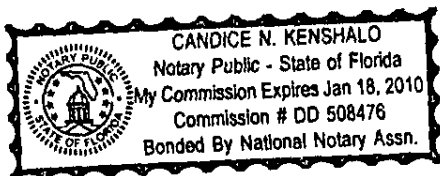
**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JOHN ASH, who is personally known to me as the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state above named this 17 day of November, 2008.

Notary Public - State of Florida

My commission expires: 01/18/10



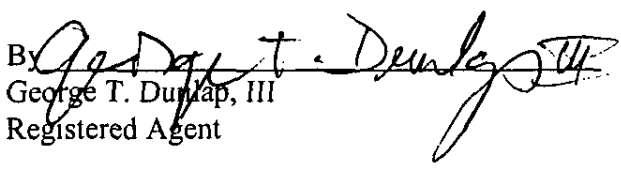
**CERTIFICATE DESIGNATING
REGISTERED OFFICE AND REGISTER AGENT**

In pursuance of Section 48.091 and Section 607.0501 Florida Statutes, the following is submitted, in compliance with said provisions:

That **T.L.C. ASSOCIATION, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Bartow, County of Polk, State of Florida, has designated Boswell and Dunlap LLP, 245 South Central Avenue, Bartow, Florida 33830, as its Registered Office and George T. Dunlap, III, Esquire, as its Registered Agent at said office to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the Registered Office designated in this certificate, I hereby accept to act in this capacity, and agree to comply with said provisions relative to keeping open said office.

By 
George T. Dunlap, III
Registered Agent

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