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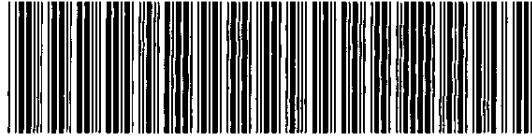
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
2009 MAY -4 P 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY -5 2009
D.A. WHITE

COVER LETTER

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

SUBJECT: Growing Minds Center
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Christine Hermsdorfer
Name (Printed or typed)

1321 McClelland Ave
Address

Port St. Joe, FL 32456
City, State & Zip

850-227-4392
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Christine Hermsdorfer
1321 McClelland Ave.
Port St. Joe, Fl, 32456
(850) 227-4392

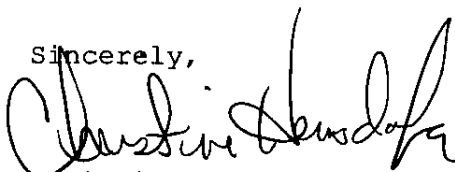
March 23, 2009

Florida Dept. of State Division of Corporations,

To whom it may concern,

We are filing dissolution of our corporation Growin Minds Center as it was filed incorrectly as we should have filed as not for profit. Also the name was spelled wrong on our previous corporation. Along with the dissolution we are filing our articles of corporation for the not for profit corporation with the correct spelling Growing Minds Center. I am hoping since this is all being submitted together with an explanation that we will be able to keep our name Growing Minds Center with the correct spelling. Please contact me if there are any questions.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Christine Hermsdorfer', written in dark ink.

Christine Hermsdorfer, M.S., BCBA
Director of Growing Minds Center



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 10, 2009

CHRISTINE HERMSDORFER
1321 MCCLELLAND AVE
PORT ST JOE, FL 32456

SUBJECT: GROWING MINDS CENTER, INC.
Ref. Number: W09000016955

We have received your document for GROWING MINDS CENTER, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please retain the Chapter 607 application for your records.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Regulatory Specialist II
New Filing Section

Letter Number: 109A00012171

Department of State Divisions of Corporations,

I am returning our Articles of Incorporation with the changes requested by you highlighted.

Thank you,

Christine Hermsdorfer

Growing Minds Center

1321 McClelland Ave, Port St. Joe, Florida, 32456

850-227-4392

RECEIVED
DEPARTMENT OF STATE
09 MAY -4 PM 12:36

ARTICLES OF INCORPORATION
OF
GROWING MINDS CENTER, INC.

FILED

2009 MAY -4 P 4: 24

The undersigned, acting as incorporators of a corporation, not for profit, pursuant to Chapter 607, Florida Statutes, adopted the following Articles of Incorporation for such corporation.

ARTICLE I. NAME AND LOCATION

The name of the corporation is **GROWING MINDS CENTER, INC.** The initial principal address of the corporation is: 1321 McClelland Ave., Port St. Joe, FL 32456.

ARTICLE II. TERM

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing with the Secretary of State.

ARTICLE III. PURPOSES

- A. The purposes for which Growing Minds Center, Inc. are organized is to provide center based therapy to children with autism and other developmental disabilities giving them the optimal potential to function and thrive in mainstream society. This organization is organized exclusively for charitable, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- B. Growing Minds Center, Inc. may solicit, when authorized by law, and accept gifts, grants, and bequests of money, securities or other property real or personal, for the endowment of its purposes and to hold the same in trust, or otherwise, in accordance with the instructions of the donor, and to invest and reinvest the same, and to employ the interest and income from such investments as well as the principal for its lawful purposes; to acquire in any lawful manner, property of every kind and description and to hold, direct, administer, manage, operate, own and dispose of the same.
- Any gift to Growing Minds Center, Inc. for the purposes herein provided may be made by effectively identifying the gift as made to or for the purposes of Growing Minds Center, Inc., or by effectually identifying this corporation by reference in the manner permitted by law in any Will, Deed or written instrument legally operative to transfer title to the corporation, and in this respect, the donor or testator shall adopt all of the provisions of this Chapter, and such By-Laws as may be in effect from time to time, and the gift shall be devoted to the purposes set forth herein:
- C. Growing Minds Center, Inc. may hold, manage, pledge sell, rent, lease, transfer, or in any manner dispose of and deal and trade in real estate, goods, merchandise, tangible and intangible property of and every class and description wheresoever the same may be located.
- D. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

ARTICLE IV. MEMBERSHIP

The corporation shall have no members; consequently it shall have no classes of membership, nor voting rights of members.

ARTICLE V.

The principal office for the transaction of the business of this corporation is located at 1321 McClelland Ave., Port St. Joe, FL 32456 and the name of the registered agent as such address is Christine Hermsdorfer.

ARTICLE VI.

A. The management of the affairs of the corporation shall be vested in the following officers: President, Vice-President, Secretary, Treasurer and a Board of Directors the corporation may from time to time appoint.

B. The officers of the corporation shall be elected annually in accordance with the By-Laws. Vacancies may be filled at any meeting of the Board of Directors. Each officer shall hold office until the successor officer shall have been duly elected and qualified in accordance with the By-Laws. Any officer may propose amendments to the Articles of Incorporation by giving written notice of the proposed amendment to all Directors of the corporation at least five (5) days prior to any regular meeting by hand delivery or by certified receipt return; provided, receipt is within five (5) days of said special meeting. Duly proposed amendments shall be adopted only by the affirmative vote of two-thirds (2/3) of the Directors present and voting at any meeting at which a quorum is present. The requirements for quorum and conduct of said elections will be set forth in the By-Laws of this corporation.

C. The number of Directors constituting the initial Board of Directors of the corporation is six, and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Christine Hermsdorfer	1321 McClelland Ave. Port St. Joe, FL 32456
Stephanie Petrie	151 Canoe Lane Port St. Joe, FL 32456
Ladonna Cumbie	9446 CR C30 Port St. Joe, FL 32456
Tina Whitfield	107 Bellamy Circle Port St. Joe, FL 32456
Sherry Sanders	318 Cortez St. Joe Beach, FL 32456
Betty Jean Baker	360 Ponderosa Pines Drive Port St. Joe, FL 32456

Board of Directors

1. The Board of Directors shall consist of up to six members elected by current association members in attendance at the annual board meeting.
2. The initial Board shall consist of six members. At the second annual meeting, three of the Directors will be up for election. At the third and fourth annual meeting, the other 4 Board members will be up for election two at a time. Subsequently, each board member will serve a term of two years. Directors may be re-elected.

3. Duties of the Board of Directors shall be:
 - a. To determine the policies and objectives of Growing Minds Center, Inc., and to transact the necessary business to accomplish these objectives.
 - b. To control the property and other assets of Growing Minds Center, Inc.
 - c. To develop and annually implement a process to elect Directors to fill expired terms.
 - d. To appoint an independent Review Committee at least one month prior to the annual meeting to audit Growing Minds Center, Inc., accounts and to report their findings to the members at the annual meeting. A copy of the review shall be filed in the permanent records of the Growing Minds Center.
 - e. To appoint members to fill vacancies on the Board of Directors until the next annual meeting. Any vacancy on the Board of Directors may be filled for the unexpired term by a vote of the remaining directors (though less than a quorum), and each director so chosen shall hold office until the expiration of the term for which he or she was so chosen, and until his or her successor shall have been duly elected and shall qualified. Within 90 days of receiving a Director's resignation, the Board shall submit one or more candidates for consideration by the Board for appointment. Appointments will be decided by the Board vote.
4. The Board of Directors shall meet at least once each year. A majority of the Board members shall constitute a quorum. Special meetings may be called by any two members of the Board when deemed necessary with adequate notice (minimum 3 working days) to the other Board members. Affirmative agreement of a majority of Board members, conducted by the President via phone or other personal contact, may also constitute Board approval, with the item approved to be suitably described and recorded as a Board minute including the names of all the Board members contacted, the date contacted and how they voted.

Special Meetings of the Directors may be held at any time and place designated in a call by the Chair or the Treasurer or by two or more Directors.

3. Any Director may be removed for cause at any time at a duly convened meeting by affirmative vote of a majority of the membership present and voting, at which meeting the affected Director shall be afforded an opportunity to represent himself/herself. Further, the Board may also remove any Director who misses three (3) regular or special Board meetings in any fiscal year, without benefit of prior excuse approved by the President.

ARTICLE VII.

This corporation is organized pursuant to the corporation's not for profit law in the State of Florida. This corporation does not contemplate pecuniary gain or profit to the director's thereof, and it is organized for non-profit purposes.

In the event of dissolution, the assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for purposes under Section 501 © (3) of the Internal Revenue Code and which has established its tax-exempt status under Chapter 617, Florida Statutes.

ARTICLE VIII

The name and address of each incorporator is:

Name

Address

Christine Hermsdorfer 1321 McClelland Ave.
Port St. Joe, FL 32456

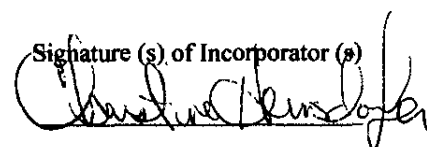
Stephanie Petrie 151 Canoe Lane
Port St. Joe, FL 32456

Betty Jean Baker
Port St. Joe, FL 32456

Tina Whitfield 107 Bellamy Circle
Port St. Joe, FL 32456

Dated this April day of 30th, 20009

IN WITNESS WHEREOF, the undersigned being the incorporator (s) of this corporation have executed these Articles of Incorporation.

Signature (s) of Incorporator (s)


Steph P. [Signature]
David R. [Signature]
BAT [Signature]

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

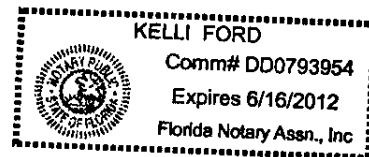
Christine Hermsdorf
 (Registered Agent)

STATE OF FLORIDA
 COUNTY OF Suwannee

Before me, the undersigned authority personally appeared Christine Hermsdorf, to me well known to be the person (s) who executed the foregoing articles of incorporation and acknowledge before me, according to the law, that he she made and subscribed the same for the purposes therein mentioned and set forth. IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30 day of April, 2009.

Kelli Ford
 (Notary Public)

My commission expires: 6/16/2012



2009 MAY - 4 P 4: 24
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED