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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD 11/13

Wallace B. Anderson, Jr.
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2 November 2009

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

In Re: Articles of Incorporation for UNIVERSAL CARE FOR THE
HANDICAPPED, INC., a Florida not-for-profit corporation organized in
accordance with Section 617.0202, *Florida Statutes*

Ladies and Gentlemen:

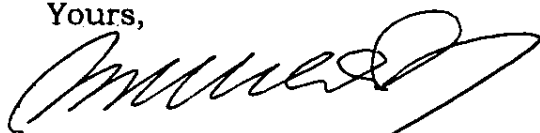
Enclosed is my law firm check, number 5711, for \$ 78.75 in payment of
following.

New Florida Corporation:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified Copy	\$ 8.75
	<hr/>
	\$ 78.75

Please include the date stamped copy of the Articles of Incorporation
enclosed for that purpose and the Certificate Copy in the return envelope
enclosed for that purpose.

Yours,



Wallace B. Anderson, Jr.

ARTICLES OF INCORPORATION

OF

UNIVERSAL CARE FOR THE HANDICAPPED, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with Section 617.0202, *Florida Statutes*, UNIVERSAL CARE FOR THE HANDICAPPED, INC., a Florida Not For Profit Corporation, through its undersigned incorporator, files its Articles of Incorporation.

ARTICLE ONE
NAME

The name of the Corporation is: UNIVERSAL CARE FOR THE HANDICAPPED, INC.

ARTICLE TWO
PRINCIPAL ADDRESS OF CORPORATION

The street address of the principal office of the Corporation is: 2202 NORTH WEST SHORE BLVD, SUITE 200, TAMPA, FLORIDA 33607-5749.

ARTICLE THREE
INITIAL REGISTERED AGENT: A RESIDENT OF FLORIDA
AND WHOSE ADDRESS IS:

The name and address of the initial registered agent for the Corporation is: Wallace B. Anderson, Jr., Attorney at Law, 2202 North West Shore Blvd., Suite 200, Tampa, Florida 33607-5749.

ARTICLE FOUR
NO AUTHORIZED OR ISSUED SHARES
NO MEMBERS

- A. The Corporation is not organized for profit; it shall not be authorized to issue capital shares.
- B. The Corporation shall have no members.

**ARTICLE FIVE
FEDERAL INCOME TAX EXEMPT PURPOSES OF THE CORPORATION**

A. The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (a) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law ("Code"), as an organization described in Section 501 (c) (3) of the Code.

1. To receive and administer funds for such charitable and educational purposes, all for the public by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law.

2. To sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income received for any of the above mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received.

3. No gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of Section 501(c) (3) of the Code, or as shall, in the opinion of the Board of

Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Code.

4. To receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them.

5. In general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of Florida law for educational and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

B. 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.

C. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with §501(h) of the Code and the Corporation shall not participate in or intervene in (including publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on:

1. By a corporation exempt from federal income tax under §501(c)(3) of the Code, or

2. By a corporation, contributions to which are deductible under §170(c) (2) of the Code.

ARTICLE SIX
SPECIFIC CORPORATE PURPOSES

- A. The Corporation is organized to:
1. Provide services ("Services") to:
 - a. Persons over age sixty (60),
 - b. Persons under age eighteen(18), and
 - c. Developmentally disabled persons, regardless of age.
 2. The Services provided may include, but not be limited to, operating and providing:
 - a. Community residences,
 - b. Assisted living facilities,
 - c. Medicaid Waiver support services, and
 - d. All types of similar programmatic services.
 3. Initiate, develop and implement Services for all persons (regardless of age) that include, but are not limited to, treatment for:
 - a. Mental illness,
 - b. Behavior disorders,
 - c. Drug and alcohol dependency,
 - d. Developmental disabilities, and
 - e. Similar mental or physical illnesses.
 4. To plan, construct, acquire, alter, reconstruct, rehabilitate, improve, own, maintain, and operate facilities at which its Services will be provided;
 5. To carry on all other lawful activities tending to support its Services, financially and otherwise, and
 6. Any other acts or things incidental or connected with the above, both as a separate organization and in cooperation with other tax-exempt, not for profit organizations, or other state agencies and state-operated facilities providing services to the persons described in this Article.

7. No Services shall be for pecuniary profit or financial gain of its directors, officers or any other individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its services).

8. No Director or officer of the Corporation and private individual shall be entitled to share in the distribution of corporate assets on the dissolution of the Corporation.

ARTICLE SEVEN ELECTION OF BOARD OF DIRECTORS

A. The number of directors ("Directors") shall, at all times, be no less than three (3).

B. The Incorporator (who shall not serve as one of the initial Directors) shall select the initial board of Directors ("Board of Directors") based on the recommendations of Faith McDonald (who shall serve as one of the initial Directors), at the initial meeting of the Board of Directors.

C. Replacement of Directors will be approved by a majority of the sitting Directors in accordance with the terms of the Bylaws.

ARTICLE EIGHT LIMITATION ON CORPORATE POWERS

The corporate powers are as provided in Section 617.0302, Florida Statutes, unless otherwise limited, as approved in the By-Laws of the Corporation

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ARTICLE NINE


REGISTERED AGENT ACCEPTANCE OF APPOINTMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been appointed to accept service of process for UNIVERSAL CARE FOR THE HANDICAPPED, INC. at the Florida address designated in this Certificate of Incorporation, I accept appointment as registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all Florida Statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 617, *Florida Statutes*.

Dated 2 November 2009



Wallace B. Anderson, Jr.
Incorporator and
Initial Registered Agent