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FLORIDA PROFIT/NON PROFIT CORPORATION  
CHOICE TO CHANGE, INC.

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February 22, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: CHOICE TO CHANGE, INC.  
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**RESUBMIT**  
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

You must list at least one incorporator with a complete business street address.

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Tim Burch  
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**ARTICLES OF INCORPORATION OF**  
**CHOICE TO CHANGE, INC.**  
(a Florida Not-For-Profit Corporation)

The undersigned persons, a majority of whom are citizens of the United States, desiring to amend and restate the Articles of Incorporation of **CHOICE TO CHANGE, INC.** a Florida Not-For-Profit Corporation, as set forth in Chapter 617 of the Florida Statutes, adopt the following amended and restated articles of incorporation for the corporation:

**ARTICLE I -- NAME & PRINCIPAL ADDRESS**

The name of the corporation is **CHOICE TO CHANGE, INC.** The principal address is 17772 Bridle Lane, Jupiter, FL 33477. The mailing address is the same as the principal address.

**ARTICLE II - DURATION**

The corporation shall have perpetual duration.

**ARTICLE III - PURPOSES**

The corporation is a not-for-profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to assist individuals and families of dysfunction through various methods including, but not limited to, intervention, prevention and education. Both faith based and secular programs will be implemented to achieve the purposes of the corporation. Incident to such purposes would be the application for and receipt of grants as well as fundraising to support research activities, to support alumni activities, and scholarship funds to support clients who are in need of the corporation's services.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable, educational, religious and scientific which will qualify it as an exempt organization under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Section.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication or distribution of any statements in any political campaign on behalf of any candidate for public office.

**ARTICLE IV -- MEMBERS**

The corporation may, but shall not be required to, have a membership distinct from the board of directors. If the board of directors elects to admit members, the authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their

liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws. Nevertheless, unless required by the bylaws, all actions taken by or on behalf of the corporation shall be by or through the directors, or officers if so empowered by the directors

#### ARTICLE V - REGISTERED AGENT

The street address of the initial registered office of the corporation is 11380 Prosperity Farms Road Suite 201, Palm Beach Garden, Florida 33410 and the name of its initial registered agent at that address is Andrew Helgesen.

#### ARTICLE VI - DIRECTORS

6.1 The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three; provided, however, the bylaws may prescribe a different number of directors, so long as the number is three or more.

6.2 The directors named here as the first board of directors shall hold office until the next meeting of members, to be held on the first Tuesday after the first Monday in March, 2011, at 10:00 a.m., at 17772 Bridle Lane, Jupiter, FL 33477, at which time an election of directors shall be held. Annual meetings thereafter shall be held at the same day and time of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

6.3 Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of one (1) year unless otherwise set forth in the bylaws of the corporation.

6.4 Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaw of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

6.5 The names and addresses of the persons who are to serve as the directors are:

Lynn Trimble	17772 Bridle Lane Jupiter, FL 33477
Brittany Sykes	600 S. Dixie Highway, Unit 635 West Palm Beach, FL 33401
Dana Hepworth	4152 W. Blue Heron Blvd., Suite 104 West Palm Beach, FL 33404

## ARTICLE VII - OFFICERS

The board of directors shall elect the following officers:

Lynn Trimble	President
Dana Hepworth	Vice President
Brittany Sykes	Secretary

and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the above named persons shall serve as corporate officers.

## ARTICLE VIII - BYLAWS

The bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

## ARTICLE IX - PROPERTY DEDICATED TO CHARITABLE PURPOSE

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual

## ARTICLE X - DISTRIBUTION OF PROPERTY UPON DISSOLUTION

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

## ARTICLE XI - LIMITATION ON DISTRIBUTIONS AND ACTIVITIES

11.1 No part of the net earnings of the corporation shall in the work 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 herein.

11.2 Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on 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 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

ARTICLE XII - AMENDMENTS

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the board of directors for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the Board of Directors of the corporation. The bylaws of the corporation may provide for a more stringent manner of adopting amendments.

We, the undersigned, being the directors of this corporation, have executed these amended and restated articles of incorporation on date or dates set forth below.

Lynn Trimble  
Lynn Trimble  
date: 2-8-10

Brittany Sykes  
date: 2/13/10

Dana Neepworth  
date: 2-12-10

date: \_\_\_\_\_

The undersigned incorporator, Andrew Helgesen, has executed this Articles of Incorporation of Choice to Change, Inc. on the date set forth below

11380 Prosperity Farms Road, Suite 201  
Palm Beach Gardens, FL 33410

Andrew Helgesen  
Andrew Helgesen, incorporator  
Date: 2-19-10

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. §607.0501(3).

Andrew Helgesen  
Andrew Helgesen  
2-19-10

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