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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 22 2010
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LAW OFFICES

FORD & HARRISON^{LLP}

A LIMITED LIABILITY PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS AND INDIVIDUALS

225 Water Street, Suite 710, Post Office Box 41566 (32203), Jacksonville, Florida 32202

Tel 904-357-2000 Fax 904-357-2001

www.fordharrison.com

April 20, 2010

JOHN E. DUVALL
(904) 357-2003
jduvall@fordharrison.com

VIA EXPRESS COURIER

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Articles Of Incorporation For Family Support Services, Inc.

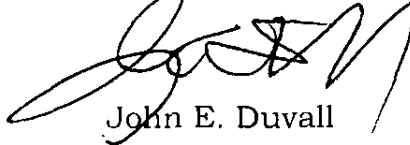
Dear Sir or Madam:

Enclosed are the original and one (1) copy of the Articles of Incorporation for Family Support Services, Inc., a proposed not for profit Florida Corporation, the original of the Acceptance Of Appointment As Registered Agent For Family Support Services, Inc., A Florida Not For Profit Corporation, duly executed by the undersigned, and a check in the total amount of \$78.75. The payment consists of the filing fee of \$35.00, the registered agent designation fee of \$35.00, and the fee of \$8.75 for a certified copy of the filing.

Please return the certified copy as proof of filing of said Articles of Incorporation in the enclosed self-addressed postage pre-paid envelope.

Thank you for your attention to this matter.

Sincerely,
FORD & HARRISON^{LLP}



John E. Duvall

JED/lle

Enclosures as indicated

cc: **Via Email: linsay.warren@fssnf.org**

Linsay R. Warren, Esquire (without copies of enclosures)

In House Legal Counsel

Family Support Services of North Florida, Inc.

April 20, 2010

4057 Carmichael Avenue
3000 Building, Suite 101
Jacksonville, Florida 32207

Jacksonville:41773.1

**ARTICLES OF INCORPORATION
OF
FAMILY SUPPORT SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby files these Articles of Incorporation of Family Support Services, Inc., a Florida not-for-profit corporation (the "Corporation") with the Florida Department of State. These Articles shall be effective upon filing with the Florida Department of State.

**ARTICLE I
NAME AND ADDRESS**

The name of this Corporation shall be **Family Support Services, Inc.** The mailing and street address of the Corporation is 4057 Carmichael Avenue, Suite #101, Jacksonville, Florida 32207.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES, LIMITATIONS AND DISSOLUTION**

Section 1. Purposes. The Corporation is a not for profit corporation organized under Chapter 617, Florida Statutes. The Corporation shall be operated exclusively for charitable purposes, including, without limitation, the following:

- (a) Enhancing the operation and purposes of Family Support Services of North Florida, Inc;
- (b) Promoting and improving the lives of children in Foster Care; and
- (c) Receiving real or personal property, or both, and subject to the restrictions and limitations in these Articles, using and applying the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific, literary or educational purposes either directly or by contributions to organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or under a corresponding provision of any subsequent federal tax law.

Section 2. Other Activities. Subject to the restrictions and limitations in these Articles, the Corporation may engage in all lawful activities that are necessary or desirable to advance the purposes described in this Article and may cooperate with other individuals, organizations, institutions, foundations and agencies having similar purposes.

Section 3. Powers and Limitations on Activities. The Corporation shall have all the powers of a not-for-profit corporation under the laws of the state of Florida. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any 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 this Article III. 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 any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any 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 of 1986, or (b) by a corporation described in Sections 170(b)(1)(A), 170(c), 2055(a) and 2522(a) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax law. Any references to the Internal Revenue Code and provisions thereof shall include successor provisions of any future corresponding federal tax law.

Section 4. Dissolution. Upon the dissolution of the Corporation, the Board shall pay all liabilities of the Corporation and shall distribute the remaining assets to one or more organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 and described in Sections 170(b)(1)(A), 170(c), 2055(a) and 2522(a) of the Internal Revenue Code of 1986 that have similar purposes to those of the Corporation and whose focus is on children in Foster Care.

ARTICLE IV **MANAGEMENT OF CORPORATE AFFAIRS ASSIGNED TO THE BOARD OF DIRECTORS**

The business affairs of the Corporation shall be managed by the Board of Directors, which shall consist of not less than twelve (12) but not more than twenty-four (24) persons. The terms of office of the Directors, the manner of their election, and their voting rights shall be stated in the Bylaws. The members of the Corporation shall be comprised of the members of the Board of Directors.

The Board of Directors shall generally be representative of the diverse elements of the community served by the programs of the Corporation with regard to race, religion, sex, age, occupation, interests, and place of residence.

The Board of Directors shall elect all Officers in accordance with these Articles and the Bylaws.

All Directors and Officers of the Corporation shall be indemnified from any personal liability incurred as a consequence of the exercise of official duties on behalf of the Corporation to the maximum extent permitted by Florida law. Further, the Corporation shall defend any claim asserted against any Director or Officer as a consequence of the exercise of official duties on behalf of the Corporation.

ARTICLE V INITIAL DIRECTORS

The initial Board of Directors shall consist of the following persons:

Jay Alligood, Jr.	George Armstrong	Eloy Castroverde
Wayne Clark	Joseph Cummings	
	Voncea Fuller	Deno Hicks
Harriet Howe	Ashley Smith Juarez	Dennis Lafer
Philip Mobley	Michael Mullin	Lynn Sherman
Michael Shorstein		Donna Van Puymbrouck
Steven Wallace	Kimberly Waterhouse	Michael F. Widman

Section 2. Removal of Directors. The Directors shall have the authority to remove any of the Directors, with or without cause.

Section 3. Voting. A quorum of the Board shall consist of the greater of seven (7) voting Directors or one-third ($\frac{1}{3}$) of the number of voting Directors then serving. The affirmative vote of a majority of the Directors at any meeting at which a quorum is present shall constitute the act of the Board unless otherwise required by the Articles of Incorporation or Bylaws.

ARTICLE VI AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended or rescinded by the Board by a two-thirds vote of the Directors present and voting at any annual meeting or special meeting called for that purpose and at which a quorum is present.

ARTICLE VII AMENDMENTS TO BYLAWS

The Bylaws may be amended at any time by the Board by a majority vote of the Directors present at any special or annual meeting of the Board.

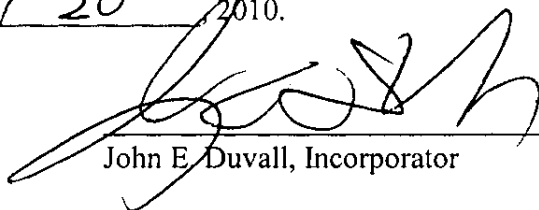
ARTICLE VIII PRINCIPAL OFFICE

The street address and the mailing address of the Corporation's principal office are 4057 Carmichael Avenue, Suite #101, Jacksonville, Florida 32207.

ARTICLE IX REGISTERED AGENT AND OFFICE

The name and street address of the registered agent are JOHN E. DUVALL, 225 Water Street, Suite 710, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, these Articles of Incorporation have been duly approved by the undersigned incorporator on April 20 2010.

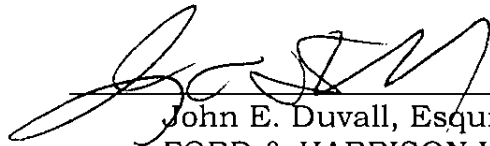


John E. Duvall, Incorporator

Jacksonville:40738.1

Acceptance Of Appointment As Registered Agent For Family Support Services, Inc., A Florida Not For Profit Corporation,

Having been named as registered agent and to accept service of process for Family Support Services, Inc, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 617, Florida Statutes.

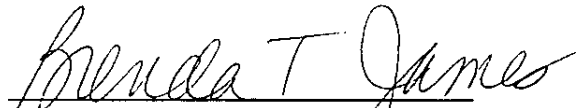


John E. Duvall, Esquire
FORD & HARRISON LLP
225 Water Street, Suite 710
Jacksonville, Florida 32202

STATE OF FLORIDA)
)ss.:
COUNTY OF DUVAL)

Sworn and subscribed before me this 20th day of April, 2010, by John E.

Duvall who is personally known to me and who did take an oath.


Notary Public, State of Florida



Brenda T. James
Commission # DD574925
Expires September 20, 2010
Bonded Troy Fain - Insurance, Inc. 800-385-7019

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TALLAHASSEE, FLORIDA