

N11000003516

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:
add signature of AA and incorporator

Office Use Only



400198728254

03/22/11--01014--014 **78.75

FILED
11 APR -5 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 4/6/11
820



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
11 APR -5 AM 11:29
DIVISION OF CORPORATIONS

March 24, 2011

DAVID BAKER-HARGROVE
815 EMERALD LANE
ORLANDO, FL 32801

SUBJECT: TWO SPIRIT MENTAL HEALTH SERVICES, INC.
Ref. Number: W11000016820

We have received your document for TWO SPIRIT MENTAL HEALTH SERVICES, INC. and your check(s) totaling \$78.75. 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 submit only one document in its entirety including the signatures of the registered agent and incorporator.

If you have any further questions concerning your document, please call (850) 245-6901.

Pamela Smith
Regulatory Specialist II
New Filing Section

Letter Number: 411A00007227

*Amended as requested 3/31/11
please see attached*

COVER LETTER

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

SUBJECT: Two Spirit Mental Health Services, Inc.
(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: David Baker-Hargrove
Name (Printed or typed)

815 Emerald Ln
Address

Orlando, FL 32801
City, State & Zip

407-963-5664
Telephone number

bhpsyconsult@hotmail.com
E-mail address: (to be used for future annual report notification)

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

Two Spirit Mental Health Services, INC.

ARTICLES OF INCORPORATION

FILED

11 APR -5 PM 2:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation,
hereby adopts the following articles of incorporation:

ARTICLE I

The name of the corporation is:

Two Spirit Mental Health Services, Inc.

ARTICLE II

The principle place of business address:

934 N. Magnolia Ave., Ste 234

Orlando, FL US 32803

The mailing address of the corporation:

934 N. Magnolia Ave., Ste 234

Orlando, FL US 32803

ARTICLE III

A: PURPOSES OF THE CORPORATION

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law; including, for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code.

The specific purposes for which the corporation is organized are:

1. To own, operate and maintain a corporation which pursuant to its By-Laws provides mental health and substance abuse prevention and treatment services and case management services to underinsured/uninsured Gay, Lesbian, Bisexual, and Transgender (GLBT) persons living and/or working in the Central Florida area.

2. To do anything necessary and proper for the accomplishment of any purposes set forth in the By-Laws by the founders of the corporation.

3. This corporation shall not exist or be operated for pecuniary profit, and no part of the net earnings of the corporation or the net assets upon liquidation shall enure to the benefit of any member except for the purposes set forth in the By-Laws. The corporation may reimburse its member for actual expenses incurred for or in behalf of the corporation, and may pay compensation in a reasonable amount to its members for actual services rendered to the corporation, as permitted by law.

B: POWERS NOT CITED AND LIMITATIONS

1. In furtherance of the objectives described above but not in limitation thereof, the corporation shall have the power, in so far a such power is conferred or is not limited by law, to make and perform contracts for any lawful purpose, to engage in various funding and fund raising activities, and to acquire, own, hold and maintain such property as to effectuate its purposes.

2. The corporation may make and enforce reasonable rules and regulations governing the use of any and all property owned by the corporation.

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

- (a) By an organization exempt from federal income tax under Section 501
- (c){3} of the Internal Revenue Code or the corresponding provision 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 provision of any future federal tax code.

ARTICLE IV

GOVERNING BODY/DIRECTORS

The powers of the corporation shall be exercised and controlled by a Board of Directors comprised of no less than four (3) members. The qualifications, the time and manner of election, and the terms and duties of office and the manner of filling vacancies shall be set forth in the By-Laws.

OFFICERS

Officers of this corporation shall be President, Vice President, and Director. Other offices and officers may be established or appointed by members of the corporation at the regular meeting. The qualifications of officers, the time and manner of electing/appointing/hiring officers, the duties of officers, the terms of office, and the manner for removing officers shall be set forth in the By-Laws.

ARTICLE V: NAMES OF OFFICERS/DIRECTORS

The Officers/Directors of the corporation are as follows:

David Baker-Hargrove, Ph.D., President
815 Emerald Ln, Orlando FL 32801

Robert L. Hargrove, Vice President
815 Emerald Ln, Orlando, FL 32801

Sherrie Dobbs, Director
1803 Canton St.
Orlando, FL 32803

ARTICLE VI: REGISTERED AGENT

The Registered Agent for the corporation is:

David Baker-Hargrove, Ph.D.
815 Emerald Ln, Orlando, FL 32801

ARTICLE VII: INCORPORATOR

The Incorporator for the corporation is:

David Baker-Hargrove, Ph.D.
815 Emerald Ln, Orlando, FL 32801

ARTICLE VIII: AMENDMENT TO ARTICLES

Subsequent to this Amendment of the Articles by the Directors, the Articles may be amended or repealed, whole or in part, only by a majority vote of this corporation's members at an organized meeting of the corporation.

ARTICLE IX: BY-LAWS

By-Laws will be hereafter adopted. Such By-Laws may be amended or repealed, in whole or in part, in the manner provided in the By-Laws, and the amendments to the By-Laws shall be binding on all members, including those who may have voted against them.

ARTICLE X: DISSOLUTION OF CORPORATION

Upon dissolution of the corporation, assets 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 of 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

organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature of Registered Agent

3/10/11

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Required Signature of Incorporator

3/10/11

Date

FILED
APR -5 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA