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**FLORIDA PROFIT/NON PROFIT CORPORATION  
GULF COAST CHILDREN'S LAW CENTER, INC.**

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June 9, 2011



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPDIRECT AGENTS, INC.

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**ARTICLES OF INCORPORATION OF  
GULF COAST CHILDREN'S LAW CENTER, INC.,  
a not for profit corporation**

The undersigned, acting as incorporator of a corporation, adopt the following Articles of Incorporation pursuant to Chapter 617, Florida Statutes.

**ARTICLE I - NAME**

The name of the corporation is Gulf Coast Children's Law Center, Inc. (the "Corporation").

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office address is 3415 East Forest Lake Drive, Sarasota, Florida, 34232, and the mailing address of the Corporation is 3415 East Forest Lake Drive, Sarasota, Florida, 34232.

**ARTICLE III - PURPOSE**

**NON-PROFIT PURPOSE:** The Corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of Internal Revenue Code ("IRC") Section 501(c)(3), including, for such purposes, the making of distributions to organizations that qualify as tax exempt organizations under IRC Section 501(c)(3), or the corresponding sections of any future federal tax code; and is authorized to exercise such powers as are in furtherance of its exempt status and for purposes for which a corporation may be formed under the Florida Not For Profit Corporation Act.

**OTHER PURPOSE:** To acquire funds and other assets by gift, donation and otherwise; to hold and invest the same; to provide funds and promote such activities, such charitable, scientific and educational purposes as the Board of Directors of the Corporation may determine from time to time; and to do all other things necessary or desirable in connection with the foregoing purposes.

**ARTICLE IV - OFFICERS AND DIRECTORS**

The affairs of this Corporation shall be managed by a governing board called the Board of Directors, who shall be elected initially by the incorporator(s), and thereafter at the annual meeting of the Corporation. Vacancies on the Board of Directors may be filled until the next annual meeting, in such manner as provided by the Bylaws of the Corporation (the "Bylaws"). The officers shall be: a President, Vice President, Secretary, Treasurer and such other officers as determined by the Board of Directors. They shall be elected by the Board of Directors. The officers and the Board of Directors

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shall perform such duties, hold office for such terms and take office at such times as provided by the Bylaws of the Corporation.

#### **ARTICLE V - ELECTION OF DIRECTORS**

The method of election of directors shall be as stated in the Bylaws of the Corporation. The number of the directors shall be initially three (3). The number may be increased but shall never be fewer than three (3).

#### **ARTICLE VI - REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 3415 East Forest Lake Drive, Sarasota, Florida, 34232, and the name of the registered agent at that address is Alison Haskins. The registered office and the registered agent may be changed by the Board of Directors in the manner provided Bylaws.

#### **ARTICLE VII - BYLAWS**

The Bylaws of the Corporation are to be initially adopted by the Board of Directors and may thereafter be amended or rescinded by the Board of Directors.

#### **ARTICLE VIII - POWERS**

The Corporation shall have and exercise all the powers of non-profit corporations under the laws of the State of Florida, but within the restrictions of IRC Section 501(c)(3) and which are convenient or necessary to effect the purpose of the Corporation.

#### **ARTICLE IX - EARNINGS**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members (if any) 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 in Article III. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under IRC Section 501 (c) (3) or corresponding section 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 corresponding section of any future federal tax code.

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#### **ARTICLE X - DISTRIBUTION AND DISSOLUTION**

In the event of dissolution, all of the remaining assets and property of the Corporation, after payment of indebtedness, and expenses necessary to the dissolution and winding up the affairs of the Corporation, shall be distributed for one or more exempt purposes within the meaning of IRC Section 501(c)(3) or 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 the Circuit Court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE XI - INDEMNIFICATION**

The Corporation shall indemnify any person who was or is a party to any proceeding (other than an action by, or in the right of, the Corporation), by reason of the fact that he or she is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another Corporation, partnership, joint venture, trust, or other enterprise against liability incurred in connection with such proceeding to the full extent permitted by law.

#### **ARTICLE XII - TERM OF EXISTENCE**

The term for which this Corporation is to exist shall be perpetual, unless sooner dissolved pursuant to the provisions of Florida Statute 617, as amended.

#### **ARTICLE XIII - INCORPORATOR**

The name and address of the Incorporator is Alison Haskins, 3415 East Forest Lake Drive, Sarasota, Florida 34232.

*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.*

  
\_\_\_\_\_  
Alison Haskins, Registered Agent  
Date: June 8, 2011

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***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.***



Alison Haskins, Incorporator

Date: June 8, 2011

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