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# FLORIDA PROFIT/NON PROFIT CORPORATION BRIDGES CONTRACTING SERVICES, INC.

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# ARTICLES OF INCORPORATION OF BRIDGES CONTRACTING SERVICES, INC.

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, does hereby adopt the following Articles of Incorporation.

## ARTICLE I - NAME

The name of the corporation shall be: BRIDGES CONTRACTING SERVICES, INC. (the "Corporation"), a Florida not for profit corporation.

## **ARTICLE II - PURPOSES**

The Corporation will provide contracting services to entities managing crime related institutions, including correctional facilities. The Corporation's purposes include, but are not limited to, promoting and providing guidance and counseling, including contracting services, within any and all crime related institutions as well as providing education, guidance and instruction to any and all persons involved with or concerned with prison administration. Contracting services shall include, but not be limited to, substance abuse counseling and rehabilitation, additional counseling, and other related services to assist prisoners in reintegrating with society.

In general, the Corporation shall do any and all acts and things, and exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

## **ARTICLE III - POWERS**

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. Subject to any applicable limitations, the Corporation shall have the power to receive, accept, use, hold, manage, and dispose of all types of real and personal property given, transferred, devised, or bequeathed to it, in trust or otherwise, for the purposes described above and for any purposes incidental thereto.

## **ARTICLE IV - MEMBERS**

This Corporation shall have no Members.

## **ARTICLE V - TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

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## **ARTICLE VI - OFFICERS AND DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors and managed on a day-to-day basis by officers elected by a majority vote of the Board of Directors. The officers of the Corporation shall consist of a President, Secretary and Treasurer. Such other officers and assistant officers and agents (including but not limited to Assistant Secretaries and Assistant Treasurers) as may be deemed necessary may be elected or appointed by the Board of Directors from time to time. Each officer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his or her election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms.

## **ARTICLE VII - NAMES OF OFFICERS**

The names of the initial officers who are to serve until the first election under the Articles of Incorporation are as follows:

<u>Name</u>	Office
Lori Costantino-Brown	President
Grady McMurtry	Secretary
Marvel Quevedo	Treasurer

## **ARTICLE VIII - BOARD OF DIRECTORS**

The number of persons constituting the first Board of Directors shall be seven (7), and the names and addresses of the persons who are to serve as directors until the first election under these Articles of Incorporation are as follows:

Name	Address
Lori Costantino-Brown	2001 Mercy Drive Orlando, Florida 32808
Mark Flynn	2001 Mercy Drive Orlando, Florida 32808
Charles Brown	2001 Mercy Drive Orlando, Florida 32808
Marvel Quevedo	2001 Mercy Drive Orlando, Florida 32808
Grady McMurtry	2001 Mercy Drive Orlando, Florida 32808
Cecelia Denmark	2001 Mercy Drive Orlando, Florida 32808

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Scott Davidson

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2001 Mercy Drive Orlando, Florida 32808

The number of directors shall be fixed in the Bylaws of this Corporation. Directors shall be elected as provided in the Bylaws of this Corporation.

## **ARTICLE IX - BYLAWS**

The Bylaws of the Corporation shall be approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Board of Directors at the annual meeting of the Board or at a duly called meeting of the Board in accordance with the Bylaws.

### ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended in the manner provided by law.

# **ARTICLE XI - DISSOLUTION**

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed by the Board of Directors to any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder. Any such assets not so disposed of shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located to such organization or organizations as said Court shall determine.

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

The street address of the registered office of this Corporation shall be:

301 E. Pine Street, Ste. 1400 Orlando, Florida 32801

The name of the registered agent of this Corporation shall be:

William A. Boyles

# ARTICLE XIII - CORPORATION'S PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office and/or mailing address of this Corporation shall be:

2001 Mercy Drive Orlando, Florida 32808

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## **ARTICLE XIV - INCORPORATOR**

The following is the name and street address of the incorporator who signed the original Articles of Incorporation:

William A. Boyles 301 E. Pine Street, Suite 1400 Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation,

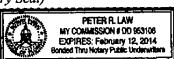
this  $26^{\circ}$  day of  $\sqrt{a}$ , 2011.

William A. Boyles, Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this <u>26<sup>th</sup></u> day of <u>July</u>, 2011, by William A. Boyles, incorporator, who has personally known to me or who produced a Florida driver's license as identification and who did not take an oath.

(Affix Notary Seal)



NOTARY PUBLIC, State of Florida
Print Name: Poter R. Law
My commission expires: Z/12/14

## CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, hereby accepts this appointment as such Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties. The undersigned further certifies that the undersigned is familiar with and accepts the obligations of such position as Registered Agent.

William A. Boyles