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## ARTICLES OF INCORPORATION

**PALM BEACH & TREASURE COAST BEHAVIORAL HEALTH COALITION, INC.**

(a corporation not for profit)

### ARTICLE I CORPORATE NAME

The name of this corporation is **PALM BEACH & TREASURE COAST BEHAVIORAL HEALTH COALITION, INC.**

### ARTICLE II PURPOSE

1. The purpose of the corporation is to deliver a comprehensive array of behavioral health services in the State of Florida to eligible children, adolescents, adults, elders and families in the corporation's service area, to subcontract with qualified, direct service, community-based organizations to provide behavioral health services to children, adolescents, adults and elders as the Florida Department of Children and Families is authorized to do under law and which are consistent with the service area and the State Substance Abuse and Mental Health Services Plan, and, subject to the restrictions and limitations hereunder set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes or to make contributions to organizations duly authorized to carry on charitable, religious, scientific, literary or educational activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code; to solicit and receive gifts, bequests, donations, contributions, conveyances, deeds of real estate, stocks, securities or commodities and devises of monies and properties and to use and apply the net income and principal exclusively and in furtherance of the undertakings of the corporation; to receive, own, hold, administer, distribute and dispose of properties of all kinds, whether real, personal or mixed, and whether acquired by gift, bequest, devise, purchase or otherwise; to borrow monies and to do and perform all lawful acts necessary, suitable and proper for the purposes hereinbefore enumerated. Provided, however, that unless specified by donors, grantors and contributors to the contrary, all sums of money, property, securities and commodities and donations of every kind shall be considered as permanent funds and used and applied to the purposes and uses above enumerated.

2. No part of the earnings of the corporation shall inure to the benefit of any Director or Officer of the corporation, or any other person (except that the corporation may pay reasonable compensation to its Directors and Officers for services rendered to or on behalf of the corporation and may make other payments and distributions in furtherance of one or more of its purposes), and no Director or Officer of the corporation, or any other person, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

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3. The corporation shall not engage in any act of self dealing, as defined in Section 4943(c) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

4. The corporation shall not make any investments which would jeopardize the carrying out of any of its exempt purposes within the meaning of Section 4944, so as to give rise to any liability for tax imposed by Section 4944(a), of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

5. The corporation shall not make any taxable expenditure as defined in Section 4945(d), which would give rise to any liability for tax imposed by Section 4944(a), of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

6. Notwithstanding any other provisions of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

#### ARTICLE III MEMBERS

The corporation shall not have members.

#### ARTICLE IV INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Wilson C. Atkinson, Esq.  
Atkinson, Diner, Stone,  
Mankuta & Ploucha, P.A.  
100 S.E. Third Avenue  
Suite 1400  
Fort Lauderdale, Florida 33394

#### ARTICLE V BOARD OF DIRECTORS

The number of Directors may be altered from time to time as determined under and pursuant to the Bylaws of this corporation. However, the corporation shall have no less than three (3) Directors at any time. The Board of Directors shall consist of a majority of community stakeholders and shall strive to include individuals served and family members, appropriate community stakeholders and organizations, with at least one being a resident member from

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Broward County. The method of election or appointment of Directors shall be stated in the Bylaws of this corporation.

#### ARTICLE VI BYLAWS

The Bylaws of this corporation shall initially be adopted by its Directors, and shall thereafter be adopted, amended or repealed by its Directors or its members under and pursuant thereto.

#### ARTICLE VII DISSOLUTION

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, 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.

#### ARTICLE VIII MAILING ADDRESS AND PRINCIPAL OFFICE

The corporation's initial mailing address and principal office is:

6111 Broken Sound Parkway  
Suite 130  
Doca Raton, Florida 33487

#### ARTICLE IX INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

Wilson C. Atkinson, Esq.  
Atkinson, Diner, Stone,  
Mankuta & Ploucha, P.A.  
100 S.E. Third Avenue  
Suite 1400  
Fort Lauderdale, Florida 33394

#### ARTICLE X COMMENCEMENT DATE

Corporate existence will commence on the date these Articles of Incorporation are filed by the Florida Secretary of State.

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THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Dated: March 26, 2012

  
WILSON C. ATKINSON, III

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of Florida law applicable to said designation.

  
WILSON C. ATKINSON, III

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