

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

800-342-8086

N95000000210

CSO networks

MAIL TO:
P.O. Box 5028
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 524934 8081A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : 9122.50

ORDER DATE : January 13, 1995

ORDER TIME : 9:55 AM

500001380385

ORDER NO. : 524934

CUSTOMER NO: 8081A

CUSTOMER: Ms. Lorraine McLaughlin
COBB COLE & BELL

P. O. Box 2491

Daytona Beach, FL 32115-2491

DOMESTIC FILING

N95000000210

NAME: INWARD VENTURES, INC.

XXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

pm
1-17-95
02/A

FILED
95 JAN 13 AM 8:30
TALLAHASSEE, FLORIDA
95 JAN 13 AM 9:21
DIVISION OF CORPORATIONS

02254-626, 671
02254-626, 671



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

January 13, 1995

update
CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: INWARD VENTURES, INC.
Ref. Number: W95000001004

We have received your document for INWARD VENTURES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 095A00001640

RECEIVED

95 JAN 13 PM 3:24
DIVISION OF CORPORATIONS

re-submit

ARTICLES OF INCORPORATION
OF
INWARD VENTURES, INC.

A Florida corporation not for profit

FILED
95 JAN 13 AM 8 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of this corporation is: Inward Ventures, Inc..

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The purposes of the corporation shall be exclusively charitable in nature, to-wit:

1. To engage in and conduct charitable, educational and scientific activities, and to promote health by providing counseling services on an outpatient basis to members of the public, particularly members of the public receiving psychotherapy.
2. To employ, contract for, or otherwise obtain the services of agents to perform all services required in connection with the carrying out of its aforesaid purposes.
3. To borrow money, to contract debts when necessary to the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue, from time to time, bonds, promissory notes, Bills

of Exchange, debentures, and other obligations and evidences of indebtedness, secured or unsecured, payable at a specified time or times, or payable upon the happening of a specified event or events, for monies borrowed, or in payment for property acquired, or for any of the other objects or purposes of the corporation.

4. To have one or more offices, and to conduct its business and promote its objectives within the State of Florida without restriction as to place or manner.

5. To sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property, rights, privileges, franchises and other assets.

6. To purchase, take, receive, subscribe for or otherwise acquire, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests or obligations of, corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States, or any other government, state, territory, governmental district, municipality or of any instrumentality thereof.

7. To purchase, take receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real and personal property, or any interest therein, in its own right, as Trustee, or in any other fiduciary capacity, wheresoever situate.

8. To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

9. To do all and everything necessary or appropriate for the accomplishment of any of its purposes or of any of its objects, the furtherance of the powers enumerated in this Charter or any amendment thereof, or necessary or incidental to the protection and benefit of the corporation, as principal, agent, trustee, or otherwise.

ARTICLE 4
LIMITATIONS

1. 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.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

3. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine.

4. 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 Section 501(c)(3) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE 5

QUALIFICATION OF MEMBERS

The qualification of the members of this corporation and the manner of their admission shall be as set forth in the by-laws of the corporation.

ARTICLE 6

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the corporation is 4685 Dorsett Shoals Road, Douglasville, Georgia 30135. The name and address of the initial registered agent of the corporation is Palmetto Charter Services, Inc., 150 Magnolia Avenue (Post Office Box 2491), Daytona Beach, Florida 32115-2491.

ARTICLE 7

DIRECTORS

The number of directors constituting the initial board of directors is three (3) and the name and address of each person who is to serve as a member thereof are as follows:

Steve Izenour
4685 Dorsett Shoals Road
Douglasville, Georgia 30135

William L. Hutchinson
HC 62, Box 73
Carrabelle, Florida 32322

Herschel Hatcher
4685 Dorsett Shoals Road
Douglasville, Georgia 30135

The number of directors may be changed from time to time by the by-laws, except that the number shall at no time be less than three.

The directors will be elected or appointed as prescribed by the by-laws.

INCORPORATOR

James A. Hagan
James Andrew Hagan, Incorporator

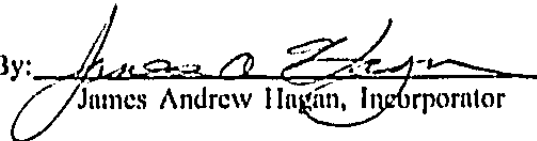
BARBARA A. RAND
MY COMMISSION # CC361495 EXPIRES
April 23, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, Inward Ventures, Inc. hereby designates Palmetto Charter Services, Inc., 150 Magnolia Avenue, Daytona Beach, Florida 32014, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

INWARD VENTURES, INC.

By:

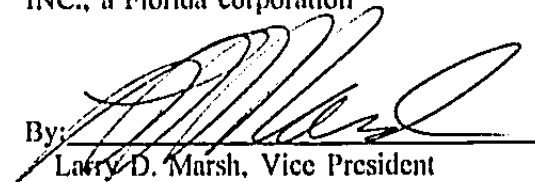

James Andrew Hagan, Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation on behalf of Palmetto Charter Services, Inc. as registered agent of Inward Ventures, Inc. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES,
INC., a Florida corporation

By:


Larry D. Marsh, Vice President

FILED
95 JAN 13 PM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA