

N95000001231

James Karl & Associates
Attorneys At Law

Other Florida Office At
13391 McGregor Boulevard
Fort Myers, Florida 33919

975 North Collier Boulevard
Marco Island, Florida 33937

Telephone: (813) 642-9988
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Members FL, CT & NY Bar

February 21, 1995

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

10000141 2141
-02/28/95--01120--006
*****40.00 *****40.00

Re: Articles of Incorporation of Foster America, Inc.

To the Secretary of State:

We have enclosed for filing the Articles of Incorporation for the above referenced not for profit corporation together with the filing fee of \$40.00. Could you please acknowledge your receipt and filing of same by stamping the enclosed copy of the Articles of Incorporation and returning it in the stamped, self-addressed envelope provided.

If the filing fee is more than \$40.00, please hold the articles and call us so that we can express mail additional monies.

We appreciate your attention to this matter.

Very truly yours,

James L. Karl II

James L. Karl II

JLK/rr

Enclosures

cc: Ted Waller

N.P.
BOB
3/6/95
Spec. Services & Business
632, 676
W95-4324

55 MAR 13 1995
CLERK

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March 8, 1995

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

Re: Articles of Incorporation of Foster America, LLC.

To the Secretary of State:

We have enclosed for filing the revised Articles of Incorporation for the above referenced not for profit corporation together with our check for \$30.00, and copy of your correspondence dated March 1, 1995. Could you please acknowledge your receipt and filing of same by stamping the enclosed copy of the Articles of Incorporation and returning it in the stamped, self-addressed envelope provided.

We appreciate your attention to this matter.

Very truly yours,

James L. Karl II

JLK/rr

Enclosures

cc: Ted Waller

RECEIVED
MAR 13 1995
TALLAHASSEE, FL

FILED
MAR 13 1995
TALLAHASSEE, FL

ARTICLES OF INCORPORATION FOR A
NOT FOR PROFIT CORPORATION

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

- I. The name of the corporation shall be: Foster America, Inc.
- II. The principal place of business and the mailing address of this corporation shall be: 1212 9th Ave. N., Naples, FL 33940.
- III. The specific purpose(s) for which the corporation is organized is (are):

To engage in training perspective foster parents and connecting said parents with children.
- IV. The manner in which the directors are elected or appointed is as follows: Directors of the corporation shall be elected at the annual meeting of shareholders.
- V. The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:
none.
- VI. The name and the street address of the initial registered agent is: James L. Karl II, James Karl & Associates, 975 N. Collier Blvd., Marco Island, FL 33937.
- VII. The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is (are):

James L. Karl, II
975 N. Collier Blvd.
Marco Island, FL 33937

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 21st day of February, 1995.

James L. Karl II, Incorporator

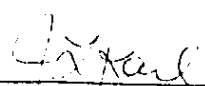
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Foster America, Inc.
2. The name and address of the registered agent and office is:

James L. Karl, II
James Karl & Associates
975 N. Collier Blvd.
Marco Island, FL 33937


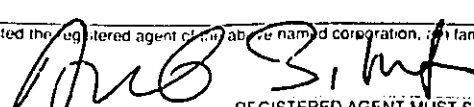
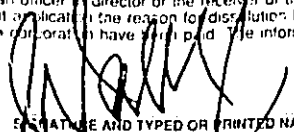
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



James L. Karl II, Registered Agent

95 JUN 12 11:17
LJH

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

<p>APPLICATION FOR REINSTATEMENT</p> <p style="text-align: center;"></p> <p style="text-align: center;">FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS</p>		<p style="text-align: center;">APPROVED AND FILED</p> <p style="text-align: center;">96 NOV 18 PM 4:12</p> <p style="text-align: center;">SECRETARY OF STATE TALLAHASSEE, FLORIDA</p> <p style="text-align: center; font-size: 1.2em;">400002011584--2 -11/21/96--01089--029 ****245.00 ****245.00</p>																													
<p>DOCUMENT # N95000001231</p> <p>1 Corporation Name</p> <p style="text-align: center;">Poster America, Inc.</p>		<p>DO NOT WRITE IN THIS SPACE</p> <p>4 Date Incorporated or Qualified To Do Business in Florida 03/13/95</p> <p>5 FEI Number 65-0595336 Applied For <input type="checkbox"/> Not Applicable <input type="checkbox"/></p> <p>6 CERTIFICATE OF STATUS DESIRED <input checked="" type="checkbox"/> \$3.75 Additional Fee required for a Certificate of Status</p>																													
<p>Mailing Address Principal Place of Business</p> <p>1012 Goodlette Road North Suite 201 Naples, FL 34102</p> <p>Same</p>																															
<p>If above addresses are incorrect in any way line through incorrect information and enter correction below</p> <p>2 New Mailing Address, If Applicable</p> <p>Suite, Apt. #, etc.</p> <p>City & State</p> <p>Zip Country</p> <p>3 New Principal Office Address, If Applicable</p> <p>Suite, Apt. #, etc.</p> <p>City & State</p> <p>Zip Country</p>																															
<p>7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">Title(s)</th> <th style="width: 35%;">Name of Officers and/or Directors</th> <th style="width: 35%;">Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)</th> <th style="width: 25%;">City / State / Zip</th> </tr> </thead> <tbody> <tr> <td>D/P/T</td> <td>Edward A. Waller, Jr.</td> <td>1012 Goodlette Road North</td> <td>Naples, FL 34102</td> </tr> <tr> <td>D</td> <td>Cindy Bean</td> <td>210 Nottingham Drive</td> <td>Naples, FL 34109</td> </tr> <tr> <td>D</td> <td>Bill Barkley</td> <td>3733 Priest Lake Drive</td> <td>Nashville, TN 37217</td> </tr> <tr><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td></tr> </tbody> </table>				Title(s)	Name of Officers and/or Directors	Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	City / State / Zip	D/P/T	Edward A. Waller, Jr.	1012 Goodlette Road North	Naples, FL 34102	D	Cindy Bean	210 Nottingham Drive	Naples, FL 34109	D	Bill Barkley	3733 Priest Lake Drive	Nashville, TN 37217												
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<p>8. Name and Address of Current Registered Agent</p> <p>James L. Karl II, Esq. 975 North Collier Boulevard Marco Island, FL 34145</p>		<p>9. Name and Address of New Registered Agent</p> <p>Name: Andrew G. Siket, Esq. Street Address (P.O. Box Number is Not Acceptable): KELLY, PRICE, PASSIDOMO & SIKET Suite, Apt. #, Etc.: 2640 Golden Gate Parkway, Suite 315 City: Naples State: FL Zip Code: 34105-3203</p>																													
<p>10 I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.</p> <p>Signature of Registered Agent  Date 11/14/96</p> <p style="text-align: center;">REGISTERED AGENT MUST SIGN</p>																															
<p>11. If this corporation is a non-profit with I.R.S. 501(c)(3) tax exempt status, check this box <input type="checkbox"/> (See other side for additional information.)</p>																															
<p>12. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> (See other side for information on intangible tax.)</p>																															
<p>13 I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer, director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.</p> <p>SIGNATURE:  Edward A. Waller, Jr., President Date 11/14/96 Daytime Phone # 941/262-1699</p> <p style="text-align: center;">SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</p>																															

CR2003 (5-94)