

Charter Number Only

3/20/95

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Michael Jones

Requestor's Name

600 S.W. 4 Ave #14

Address

Ft. Lauderdale FL 33315

City

State

ZIP

Phone

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ION ONLY

CORPORATION(S) NAME

Broward Community Mental Health
CENTER, INC



EMPIRE Toll Free: 1-800-432-3028

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| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
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| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 5, 1995

EMPIRE

TALLAHASSEE, FL

We have received your document for BROWARD COMMUNITY MENTAL HEALTH CENTER, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 895A00022068

ARTICLES OF INCORPORATION
OF
BROWARD COMMUNITY MENTAL HEALTH CENTER, INC.
A NOT-FOR-PROFIT CORPORATION

ARTICLE I - CORPORATE NAME

The name of this corporation is **BROWARD COMMUNITY MENTAL HEALTH CENTER, INC.**

ARTICLE II - CORPORATE PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office and mailing address shall be: The District Building of Broward General Medical Center, 1625 Southeast 3rd avenue, Suite 708, Fort Lauderdale, Florida 33316.

ARTICLE III - CORPORATE NATURE

This is a nonprofit corporation, organized solely for general educational, scientific, religious, and/or charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE IV- DURATION

The specific and primary purposes for which this corporation is formed are:

- A. For the advancement of religion, science, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- B. The specific purpose of this corporation is to provide a wide range of diagnostic and therapeutic mental health services to people in need of such services, regardless of age, sex, race, religion, national/ethnic background, sexual orientation, degree of disability or financial status; including outpatient and inpatient psychological and psychiatric services, social services, case management, emergency services, partial hospitalization programs, community consultation,

research, education, and referral. This corporation was initiated as Broward Treatment Center, Inc. in 1978, and has been converted to non profit status for the purpose of applying for government funding.

C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V - MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors: the powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three (3), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until qualification of the successors in office. Annual meetings shall be held at The District Building of Broward General Medical Center, 1625 Southeast 3rd Avenue, Suite 708, Fort Lauderdale, Florida 33316 on the 2nd day of each year at 2:00 p.m., or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of

law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority. The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
H. Bruce Jones, M.D.	1625 Southeast 3rd Avenue, Suite 708, Fort Lauderdale, Florida 33316
Howard Israel, Ph.D.	1625 Southeast 3rd Avenue, Suite 708, Fort Lauderdale, Florida 33316
Larry Dayton, Ph.D.	1625 Southeast 3rd Avenue, Suite 708, Fort Lauderdale, Florida 33316

B. Corporate Officers. The Board of Directors shall elect the following: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President:	H. Bruce Jones, M.D. The District Building of Broward General Medical Center 1625 Southeast 3rd Avenue, Suite 708 Fort Lauderdale, Florida 33316
Vice President:	Howard Israel, Ph.D. The District Building of Broward General Medical Center 1625 Southeast 3rd Avenue, Suite 708

Fort Lauderdale, Florida 33316

Secretary/Treasurer: Lawrence Dayton, Ph.D.
• The District Building of Broward General Medical Center
1625 Southeast 3rd Avenue, Suite 708
Fort Lauderdale, Florida 33316

ARTICLE VI - EARNINGS AND ACTIVITIES OF CORPORATION

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 IV hereof:
- B. 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.
- C. 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 under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) of (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law)
- D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII - DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall the time qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII - MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE IX - SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

H. Bruce Jones, M.D.
11840 Northwest 12th Street
Plantation, Florida 33323

Howard Israel, Ph.D.
5030 North 36th Court
Hollywood, Florida 33021

Lawrence Dayton, Ph.D.
1051 Woodfall Court
Fort Lauderdale, Florida 33326

ARTICLE X - AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth thereof in the By-Laws.

ARTICLE XI - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, charitable and scientific purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII - REGISTERED AGENT AND OFFICE

The address of the corporation's registered agent's office shall be 600 Southwest 4th Avenue, Fort Lauderdale, Florida 33315 and the name of its registered agent at said address shall be Michael Edward Jones, Esq.

ARTICLE XIII - AMENDMENT OF ARTICLES

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have

executed these Articles of Incorporation, this 11th day of May, 1995.

WITNESSED BY:

Witness

Witness

Witness

SUBSCRIBERS:

H. Bruce Jones, M.D.

Howard Israel, Ph.D.

Lawrence Dayton, Ph.D.

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared and are personally known to me, to me known to be the persons who executed the foregoing Articles of Incorporation and they acknowledge to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of May, 1995.

Notary Public

My Commission Expires:



MICHAEL E. JONES
My Commission CC345804
Expires Feb. 01, 1998
Bonded by HAI
800-422-1555