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— 24 SE CHH ST —
— FTLD, FL 33316 —

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NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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95 MAY 15 AM 11:26
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

SAB
5/16/95

ARTICLES OF INCORPORATION
OF
THE BROWARD CENTER FOR LIVING, INC.

FILED

95 MAY 15 AM 11:26

The undersigned hereby executes these Articles of Incorporation for the purpose of becoming incorporated under Chapter 617, Revised Florida Statutes, as a corporation not-for-profit and certifies as follows:

ARTICLE I
NAME

The name of the Corporation shall be "THE BROWARD CENTER FOR LIVING, INC." (hereinafter referred to as the "Corporation"). Its principal office shall be at 24 SE 9th Street, Fort Lauderdale, Florida 33316, or at such other place as may be designated, from time to time, by the Board of Directors.

ARTICLE II
DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III
PURPOSE

A purpose for which this Corporation is formed is to provide nonmedical support services to anyone experiencing a life challenging illness; whether the person with the diagnosis, a family member, a friend, or a caregiver. The diagnosis of a life challenging illness can be a tremendous emotional blow to everyone involved. The Corporation will serve as a warm and comfortable oasis where individuals can discover peace and healing in the face of fear, grief and illness. Additionally, the Corporation may conduct any activity, including spiritual teachings, which is permitted under 501 (c) (3) of the Internal Revenue Code of 1986, as amended including scientific, education, and charitable activities. The Corporation is organized exclusively for non-profitable purposes.

The Corporation intends that it qualify for exemption from Federal income taxes under 501(c) (3) of the Internal Revenue Code of 1986, as amended, and these Articles of Incorporation shall be construed consistently with the requirements thereof. Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under 501(c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV POWERS

The Corporation shall be empowered to acquire, rent, lease, lot, hold, own, buy, convey, mortgage, bond, sell or assign property, real, personal or mixed and to borrow money, whether secured or unsecured, and to do and perform all such other acts and things as are allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide.

ARTICLE V PROHIBITION AGAINST DISTRIBUTION OF INCOME

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no member, director, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. Nothing herein shall prohibit the corporation from reimbursing its directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE VI CAPITAL STOCK

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE VII: QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the Bylaws of the Corporation.

ARTICLE VIII VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the Bylaws of the Corporation.

ARTICLE IX
LIABILITY FOR DEBTS

Neither the members nor the officers or directors of the Corporation shall be liable for the debts of the Corporation.

ARTICLES X
BOARD OF DIRECTORS

The Initial Board of Directors shall consist of five (5) persons who shall serve until the selection of their successors in accordance with the Bylaws. The Board of Directors of the Corporation shall have such number and terms as specified in the Bylaws of the Corporation. The names and addresses of the initial Directors of the Corporation are;

<u>Name</u>	<u>Address</u>
Randall M. Denton	24 SE 9th Street Fort Lauderdale, Florida 33316
Stephen G. Duvall	1515 East Broward Boulevard, Apt. 311 Fort Lauderdale, Florida 33301
Mr. Patrick Cowden	1115 West Las Olas, #2 Fort Lauderdale, Florida 33312
Ms. Patricia Dempsey	1225 SE 2nd Street Fort Lauderdale, Florida 33301
Mr. Peter Dokuchitz	741 SW 12th Avenue Fort Lauderdale, Florida 33312

ARTICLE XI
INCORPORATORS

The names and addresses of the subscribers and incorporators are as follows:

<u>Name</u>	<u>Address</u>
Randall M. Denton	24 SE 9th Street Fort Lauderdale, Florida 33316
Stephen. G. Duvall	1515 East Broward Boulevard, Apt. 311

ARTICLE XII
INDEMNIFICATION

The Corporation shall indemnify and hold harmless each person who shall serve at any time here after as director or officer from and against any and all claims and liabilities to which such person shall become subject by reason of his or her having been, or having hereafter being, director or officer of the Corporation, or by reason of any action alleged to have been taken or admitted by him or her as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him or her in connection with any such claim or liability; provided, however, that no such person shall be indemnified against, or be reimbursed for, any expense incurred in connection with any claim or liability arising out of his or her gross negligence or willful misconduct.

ARTICLE XIII

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision 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. Any such assets not so disposed of shall be disposed of by the court of Common Pleas, or like court, of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV
INITIAL REGISTERED OFFICE AND AGENT

The registered office for the Corporation and the registered agent for the Corporation at that address are the following:

Randall M. Denton

24 SE 9th Street
Fort Lauderdale, Florida 33316

IN WITNESS WHEREOF, we have hereunder set our hand and seal, acknowledged
and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this

10th Day of May of 1995.

Randall M. Denton
Randall M. Denton, Incorporator

Stephen G. Duvall
Stephen G. Duvall, Incorporator

State of Florida
County of Broward

The foregoing instrument was acknowledged before me on this
10th Day of May, 1995 by Randall M. Denton and Stephen G. Duvall
who are personally known to me or who produced Driver's License as
identification, and did () or did not (☒) take an oath.

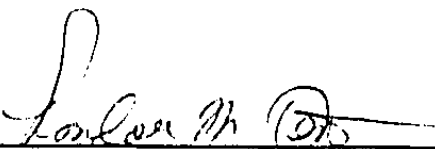
Steven L. Woollett c.n.p.
Printed Name: **STEVEN L. WOOLLETT**
Notary Public **"NOTARY PUBLIC—STATE OF FLORIDA"**
State of Florida at large **MY COMMISSION EXPIRES 6/17/96**
My Commission Expires: **COMMISSION NUMBER CC208994**

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with 48.091 Florida Statutes, the following is submitted:

First - that THE BROWARD CENTER FOR LIVING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 24 SE 9th Street, Fort Lauderdale, Florida 33316.

Second - RANDALL M. DENTON, located at 24 SE 9th Street, Fort Lauderdale, Florida, 33316, as its agent to accept service of process within Florida.

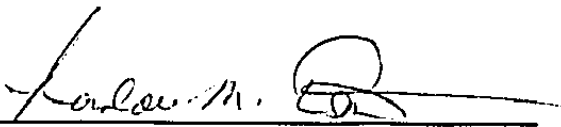

RANDALL M. DENTON, as Incorporator

Date: 5/10/95


STEPHEN G. DUVALL, as Incorporator

Date: 5/10/95

Having been named to accept service of process for the above stated Corporation, at the place designated in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.


RANDALL M. DENTON, as Registered Agent

Date: 5/10/95

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