

N95000003439

Emmanuel G. Moral
120 Heatherwood Drive
Royal Palm Beach, FL 33411

OFFICE USE ONLY

100001530161
-07/05/95--01071--007
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Point of Light Counseling Services, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<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

789, 134, 443, 115, 611, 671
Dmc 7/11/95
Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 11, 1995

EMMANUEL G. MOREL
120 HEATHERWOOD DRIVE
ROYAL PALM BEACH, FL 33411

SUBJECT: POINT OF LIGHT COUNSELING SERVICES, INC.
Ref. Number: W95000013936

We have received your document for POINT OF LIGHT COUNSELING SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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.

Article 6 states there will be 2 director(s), whereas 3 is/are listed.

non-profit corporation must have 3 directors. Please correct the statement only.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 095A00033334

FILED

95 JUL 20 PM 3:14

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
POINT OF LIGHT COUNSELING SERVICES, INC.

Article 1
Name & Address

The name of the Corporation is Point of light Counseling Services, Inc. Its mailing address is 1120 Royal Palm Beach Blvd. #373 Royal Palm Beach, Fl. 33411

Article 2
Duration

The duration of the Corporation is perpetual.

Article 3
Purposes

The Purpose of the corporation is as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are:

1- To provide an agency that would administer to the biological, psychological, sociological, and ecological needs of the community.

2- To utilize a family system approach that incorporates the values, beliefs, knowledge, and socio-economic status of individuals, families, and groups.

3- To link children, families, and groups to community services, that would address their specific needs or ameliorate their problems.

4- To provide comprehensive counseling services that would include psychotherapy and various forms of mental health counseling.

5- To meet the specific needs of HIV/AIDS patients, their families, or significant others.

6- To be an educational and resource service for the community.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4 Members

The Corporation shall have Voting Members, who shall be elected (and may be removed by the Voting Members, and who shall have all the rights and privileges of members of the corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Emmanuel G. Morel	120 Heatherwood Drive Royal Palm Beach, Fl. 33411

Rosalee Prophete	6740 Sherman Circle North #205 Miramar, Fl. 33025
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Article 5 Initial Registered Agent and Office

The initial registered agent is Schnaider Prophete and the initial registered office is 1010 N.W. 199 St. Miami, Fl. 33163.

: :
Article 6
Initial Board of Directors

The initial Board of Directors shall have three (3) members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Emmanuel B. Morel	120 Heatherwood Drive Royal Palm Beach, FL. 33411
Rosalie Prophete	8740 Sherman Circle North #205 Miramar, FL. 33025
Claudette Webster	18601 N.W. 8th Rd. Miami, FL. 33160

The number of directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three. Directors shall be elected or appointed in the manner prescribed in the bylaws.

Article 7
Officers

The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each officer shall be elected by the Board of Directors and may be removed by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Emmanuel B. Morel	120 Heatherwood Drive Royal Palm Beach, Florida 33411
Secretary	Rosalie Prophete	8740 Sherman Circle North #205 Miramar, FL. 33025
Treasurer	Emmanuel B. Morel	120 Heatherwood Drive Royal Palm Beach, Florida 33411

Article 8
Initiators

The names and addresses of the initiators of this corporation are:

<u>Name</u>	<u>Address</u>
Emmanuel B. Morel	120 Heatherwood Drive Royal Palm Beach, FL. 33411
Rosalie Prophete	8740 Sherman Circle North #205 Miramar, FL. 33025

Article 9

ARTICLES OF INCORPORATION

The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 29th day of JUNE 1995.

Emmanuel Moret
Schneider Prophete
Signature of Incorporators

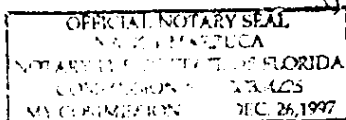
STATE OF FLORIDA
COUNTY OF Palm Beach

Before me personally appeared Emmanuel Moret to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 29 day of June 1995.

[Signature]
Notary Public, State of Florida at Large
My Commission expires: _____
(SEAL)

Pursuant to and as an addendum to the Articles of Incorporation of Point of Light Counseling, the undersigned states that the corporate office and resident agent there upon process may be served is Schneider Prophete 1010 N.W. 199th Miami, Fl. 33169.





N.95000003439

Point of Light Counseling Services, Inc.

"A Place Where Lives are Touched, Hope is Restored, and Dignity is Preserved"

November 14, 1995

State of Florida
Department of Corporations
Tallahassee, Florida

FILED
95 DEC 22 AM 8:29
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find amendment to the purposes of the Articles of Incorporation of
Point of Light Counseling Services, Inc.

The IRS has requested that this be done in order to meet the requirements of section
501(c)(3) of the Code.

A copy of the Amendment to the Articles of Incorporation reflecting the seal and
signature of the appropriate state official must be submitted within 21 days, thus I
would appreciate rushing this back to me in order to meet the deadline.

Sincerely,

Emmanuel G. Morel
Emmanuel G. Morel
President

200001646872
-11/28/95--01043--010
*****35.00 *****35.00

Amend.

VS DEC 27 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 5, 1995

EMMANUEL G. MOREL
POINT OF LIGHT COUNSELING SERVICES, INC.
1120 ROYAL PALM BEACH BLVD., STE. 373
ROYAL PALM BEACH, FL 33411

SUBJECT: POINT OF LIGHT COUNSELING SERVICES, INC.
Ref. Number: N9500003439

We have received your document for POINT OF LIGHT COUNSELING SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 795A00052837



Point of Light Counseling Services, Inc.

"A Place Where Lives are Touched. Hope is Restored, and Dignity is Preserved"

Division of Corporations
Tallahassee, Florida 32314

Dear Sir or Madam:

Please rush this amendment as
my IRS deadline for doing so is
fast approaching.

Also please return copies to me
so I may forward them to the
IRS.

Thank you very much.

RECEIVED

95 DEC 14 AM 8:39

DIVISION OF CORPORATIONS

Sincerely,
J. Buf
President

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
95 DEC 22 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

POINT OF LIGHT COUNSELING SERVICES, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted.)

SEE ATTACHED

SECOND: The date of adoption of the amendment(s) was: November 8, 1995

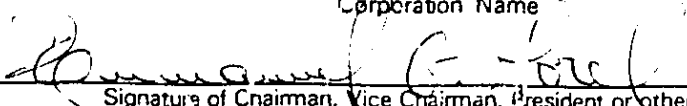
THIRD: Adoption of Amendment (check one)

The amendment(s) was(were) adopted by the members
and the number of votes cast for the amendment
was sufficient for approval.

XX There are no members or members entitled to vote on
the amendment. The amendment(s) was(were) adopted
by the board of directors.

POINT OF LIGHT COUNSELING SERVICES, INC.

Corporation Name


Signature of Chairman, Vice Chairman, President or other officer

EMMANUEL C. MOREL

Typed or printed name

PRESIDENT

12/11/95

Title

Date

**Amendment To The Purposes of The Articles of Incorporation of Point of Light
Counseling Services, Inc.**

1) The Purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law

2) Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be 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 provision of any future United States Internal Revenue law.

3) Upon the dissolution of the 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. Any such assets not so disposed of by the Court of Common Pleas 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.