

N96000001134

Florida Department of State

Division of Corporations

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Sandra B. Mortham, Secretary of State

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BASIC AMENDMENT

DAYTOP FLORIDA FOUNDATION, INC.

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(FRI) 12/18/98 10:28/ST. 10:17/NO. 4261068209 P 4



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1998

DAYTOP FLORIDA FOUNDATION, INC.
936 S.E. FT. KING ST.
OCALA, FL 34471US

SUBJECT: DAYTOP FLORIDA FOUNDATION, INC.
REF: N96000001134

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE CURRENT OR (OLD) NAME SHOULD APPEAR IN THE HEADING. THE NAME CHANGE SHOULD BE REFERRED TO IN PART "FIRST".

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The registered agent must sign accepting the designation.

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/limited liability company"); and the registered agent's signature.

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 (850) 487-6880.

Aren Gibson
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS

BASIC AMENDMENT**DAYTOP FLORIDA FOUNDATION, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
DAYTOP FLORIDA FOUNDATION, INC.

UNDER THE FLORIDA NOT FOR PROFIT CORPORATION ACT

In accordance with Sections 617.1002 and 617.1007, Florida Statutes, the Board of Directors of Daytop Florida Foundation, Inc. (the "Corporation"), hereby amends and restates in its entirety the Articles of Incorporation:

FIRST: The name of the Corporation is FOUNDATION FOR PHOENIX PROGRAMS OF FLORIDA, INC.

SECOND: The Corporation is a not-for-profit corporation.

THIRD: The duration of the Corporation is perpetual.

FOURTH: The corporation is organized and operated not for profit but exclusively for charitable purposes. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its member, 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 this Article IV. The Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation. 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) of the Code, or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a) and 2522(a) of the Code. The Corporation shall have all the powers given to not-for-profit corporations under the laws of the State of Florida.

Subject to the above provisions, the Corporation shall have the following specific objectives:

(a) To establish, maintain and operate residential and ambulatory treatment centers for the rehabilitation of drug and substance abusers.

(b) To engage in and promote research, public information and awareness, and to engage in and promote benefits, performances, lectures, and other activities in

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connection with the treatment and rehabilitation of drug and substance abusers, and the operation of therapeutic communities.

(c) To operate substance abuse programs for the State of Florida or any agency, department, division or other entity thereof, including without limitation the Florida Department of Corrections.

FIFTH: The street address of the principal office and mailing address of the Corporation is 936 S.E. Fort King Street, Ocala, Florida 34474.

SIXTH: The By-laws of the Corporation may be altered, amended or repealed only by the member(s) of the Corporation and new By-laws may be adopted only by the member(s) of the Corporation.

SEVENTH: The directors shall be elected as set forth in the By-laws of the Corporation.

The foregoing Amended and Restated Articles of Incorporation were adopted and approved by the Board of Directors, in accordance with Section 617.1002 of the Florida Statutes, on December 9, 1998. There are no members, so the adoption of the amendments by the Board of Directors was sufficient to approve such amendments.

The undersigned officer of the Corporation has executed these Amended and Restated Articles of Incorporation this 16th day of December, 1998.


D. Brian Collier, Chief Executive Officer

TPA3-602354.3

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