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JOHN K. VREELAND
DONALD H. WILSON, JR.
A. H. LANE (RETIRED)

IN REPLY REFER TO:

Lakeland

March 6, 1996

VIA FEDERAL EXPRESS

FLORIDA SECRETARY OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
3-5-96

Re: Sanctuary Youth Center, Inc.

Gentlemen:

100001736071
-03/07/96--01085--015
****122.50 ****122.50

Enclosed please find the original and a duplicate of the Articles of Incorporation for a new Florida not-for-profit corporation to be known as SANCTUARY YOUTH CENTER, INC. After examination, please file the original and return the duplicate to the undersigned duly certified to show the date of filing.

Next, enclosed please find our firm check in the amount of \$122.50 to cover the filing fee of \$35.00, the fee for the certified copy of \$52.50 and the registered agent fee of \$35.00.

If there are any questions concerning the Articles, I would certainly appreciate your telephoning me collect at 941/284-2200.

Thanking you for your usual cooperation, I am

Article III Robert J. Bertrand GAVE
directors AUTHORIZATION BY PHONE TO
CORRECT all III

RJB/mcd

Enclosures DOC. EXAM 134

xc: Sanctuary Youth Center, Inc.

Very truly yours,

Robert J. Bertrand
Robert J. Bertrand

96 MAR -7 PM 11:28
RECEIVED
TALLAHASSEE, FLORIDA
STATE

B. REGISTER MAR 12 1996

EFFECTIVE DATE

3-5-96

ARTICLES OF INCORPORATION
OF
SANCTUARY YOUTH CENTER, INC.
(a Corporation Not For Profit)

FILED

96 MAR -7 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation;

ARTICLE I
NAME

The name of the corporation is SANCTUARY YOUTH CENTER, INC.

ARTICLE II
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 227 South Kentucky Avenue, Lakeland, Florida 33801. The initial mailing address of the corporation is Post Office Box 322, Lakeland, Florida 33802.

ARTICLE III
DURATION

The corporation shall have perpetual existence, commencing on the date of the execution and acknowledgement of these Articles of Incorporation.

ARTICLE IV
PURPOSES

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, as amended, or the corresponding provision of any future United States Internal Revenue Law.

The specific purposes of the corporation are to foster the support and development of community youth without regard to religion, race, sex, political philosophy or economic status. Outreach by the corporation will be directed at youth who are considered "at risk" or who are involved in counter cultures, but all community youth will be welcome to participate in activities provided by the corporation.

ARTICLE V POWERS

The corporation shall have and exercise all powers granted to a corporation not for profit under Chapter 617, Florida Statutes, as amended, which may be necessary, proper or convenient to carry out the purposes described in Article IV hereof, subject to the limitations specified in Article VI hereof. Subject to any applicable limitations, the corporation shall have the power to receive, accept, use, hold, manage and dispose of all types of real and personal property given, transferred, devised or bequeathed to it, in trust or otherwise, for the purposes described in Article IV above and for the purposes incidental thereto.

ARTICLE VI LIMITATIONS

The corporation is not formed for pecuniary profit or financial gain. Furthermore, the corporation shall neither have nor issue any stock. The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, nor shall the corporation participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office. No part of the net earnings of the corporation shall ever inure to the benefit of or be distributable to any director, officer or any other individual affiliated with the corporation, but 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. Notwithstanding any other provision of these Articles of Incorporation, the corporation 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, as amended, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE VII
DIRECTORS

The powers, activities and properties of the corporation shall be exercised, managed and controlled by a Board of Directors. The number of Directors of corporation may be either increased or decreased from time to time in accordance with the Bylaws of the corporation, but shall never be less than three (3). The method of election of the Directors of the corporation shall be stated in the Bylaws of the corporation.

The names and addresses of the initial Directors of the corporation are:

<u>Name</u>	<u>Address</u>
Bruce Wright	4434 6th Avenue North St. Petersburg, FL 33713
David Collingsworth	739 East Garden Street Lakeland, FL 33805
Matthew J. Barton	10508 George Smith Road Lithia, FL 33547
Rev. Mark W. Barton	10508 George Smith Road Lithia, FL 33547
Debra L. Barton	10508 George Smith Road Lithia, FL 33547
Chris Soule	Post Office Box 25 Mulberry, FL 33860
Michael D. O'Riordan	1104 Bartow Road South Lakeland, FL 33801
Rev. Tom Pfaff	Wesley Memorial United Methodist Church 719 North Massachusetts Avenue Lakeland, FL 33801

ARTICLE VIII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 10508 George Smith Road, Lithia, Florida 33547, and the name of the initial registered agent of the corporation at that office is Rev. Mark W. Barton.

ARTICLE IX
INCORPORATOR

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Rev. Mark W. Barton	10508 George Smith Road Lithia, FL 33547

ARTICLE X
DISSOLUTION

Upon the dissolution of the corporation, the assets of the corporation, after paying or making provision for the payment of all liabilities of the corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law, or shall be distributed to the federal government, or to a state or local government, for public purposes. Any of such assets not so disposed of shall be disposed by the Circuit 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 XI
BYLAWS

The Bylaws of the corporation shall be adopted by the Board of Directors of the corporation, and may be altered, amended or rescinded from time to time, in whole or in part, by the affirmative vote of a majority of the then members of the Board of Directors present in person or by written proxy at a meeting called for that purpose. Notice of the proposed action with respect to the Bylaws shall be mailed to each then member of the Board of Directors at least ten (10) days before such meeting, and such notice shall contain a statement of the proposed action to be taken at such meeting with respect to the Bylaws and, if applicable, of the particular change, alteration, amendment or addition to the Bylaws to be voted upon at such meeting.

ARTICLE XII
AMENDMENTS

These Articles of Incorporation may be amended, at any time, and from time to time, by the affirmative vote of a majority of the then members of the Board of Directors present in person or by written proxy at any regular or special meeting of the Board of Directors, provided that notice of such change in the Articles shall be given to each then member of the Board of Directors in writing at least ten (10) days prior to the date of such meeting and provided that such notice shall contain a statement of the amendment or amendments to be considered at the meeting.

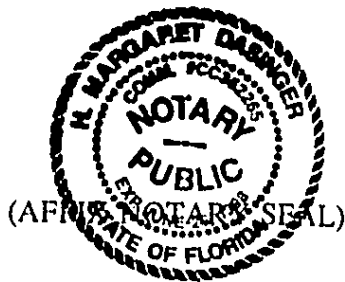
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5 day of March, 1996.


REV. MARK W. BARTON

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 5th day of

March, 1996 by Rev. Mark W. Barton, who is personally known to me or has produced _____ as identification.



H. Margaret Dasinger
NOTARY PUBLIC, State of Florida at Large

H. MARGARET DASINGER

(Printed Name)

My commission expires: June 24, 1998

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:

Rev. Mark W. Barton
REV. MARK W. BARTON, REGISTERED AGENT
DATE: 3/5/1996, 1996

FILED
96 MAR -7 AM 11:28
TALLAHASSEE, FLORIDA
CLERK OF THE STATE