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NICHOLAS F. TSAMOUTALES
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July 26, 1996

Secretary of State of Florida
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

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-07-317296-101025-003
*****70.00 *****70.00

RE: BREVARD BEHAVIORAL CENTER, INC.

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the above-captioned not-for-profit corporation. A check in the amount of \$70.00 for filing fee is also enclosed.

Please approve and file the original and return a copy to this office.

Thank you for your assistance in this matter.

Very truly yours,

Nicholas F. Tsamoutales

NFT/rn
Encls.

FILED
56 AUG -1 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007-1-15
8

ARTICLES OF INCORPORATION OF
BREVARD BEHAVIORAL CENTER, INC.
a Florida Corporation Not for Profit

FILED
96 AUG -1 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, SUBSCRIBERS of these Articles of Incorporation, all natural persons competent to contract, join together to form a not-for-profit corporation under the laws of the State of Florida, and agree to the following conditions of said corporation.

ARTICLE I. NAME

The name of the corporation is BREVARD BEHAVIORAL CENTER, INC.

ARTICLE II. ENABLING LAW

This corporation is organized pursuant to Chapter 617, Florida Statutes, "Florida Not For Profit Corporation Act."

ARTICLE III. PURPOSES

(a) The specific and primary purpose for which this corporation is organized is to engage in and provide in-patient and out-patient care, evaluation, treatment and education, and to develop, implement and promote effective, comprehensive mental health and chemical dependency programs for children and adults.

(b) This corporation shall establish policies, rules, regulations, criteria, protocols and programs consistent and in compliance with all statutes, ordinances, rules, regulations, and orders of any governmental agency that has jurisdiction over mental health care programs and facilities.

(c) This corporation shall conduct seminars, classes, lectures and other activities that will promote the ideals and objectives of the corporation and to disseminate the information and knowledge gained through the efforts of the corporation.

(d) This corporation is organized and operated exclusively for non-profit purposes and no part of any net earnings shall inure to the benefit of any member, director or officer.

(e) This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided however, that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in sub-paragraphs (a) through (c) of these articles.

(f) This corporation shall have the authority to adopt such by-laws as may be consistent with the purposes enumerated herein and consistent with the laws of the State of Florida under which this corporation is incorporated.

ARTICLE IV. TERM

This corporation shall have a perpetual existence and is organized under a non-stock basis.

ARTICLE V. INCORPORATORS

The names and residences of the subscribers of these Articles of Incorporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|--|
| APARNA KOPURI, M.D. | 726 Hawsbill Island Drive Satellite Beach, FL 32937 |

| | |
|------------------|--|
| ROY LUSK, Psy.D. | 3509 Egret Drive Melbourne, FL 32901 |
| SANDY STAMM, RN | 4633 S. Friday Circle Cocoa, Florida 32926 |
| LARRY CHUE | 2762 Woodsmill Drive Melbourne, FL 32934 |
| HANK SIMON | 481 Topeka Road, SW Palm Bay, FL 32908 |
| LISA SUNDAY | 1245 Water Lily Lane Rockledge, Florida 32955 |
| EILEEN TELLIER | 1680 Sheriana Court, NW Palm Bay, Florida 32907 |

ARTICLE VI. MEMBERSHIP

The authorized number of members (the "Membership") of this corporation, if any, and the different classes of Membership, the voting and other rights and privileges of the Membership, the liability of the Membership for dues or assessments, if any, and the method of collection thereof, and the qualifications, termination and transfer of Membership shall be as set forth in the By-Laws of this corporation.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

(a) Executive Board. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a seven-member Executive Board. The By-laws of this corporation may provide for the number of board members to be increased or decreased as set forth in the By-laws adopted by the members entitled to vote. Executive Board members shall be elected annually by majority vote of the Membership who will be entitled to vote at such election.

The names and residences of the persons constituting the first Executive Board who are to act in that capacity until the selection of their successors are:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|--|
| APARNA KOPURI, M.D. | 726 Hawsbill Island Drive Satellite Beach, FL 32937 |
| ROY LUSK, Psy.D. | 3509 Egret Drive Melbourne, FL 32901 |
| SANDY STAMM, RN | 4633 S. Friday Circle Cocoa, Florida 32926 |
| LARRY CHUE | 2762 Woodsmill Drive Melbourne, FL 32934 |
| HANK SIMON | 481 Topeka Road, SW Palm Bay, FL 32908 |
| LISA SUNDAY | 1245 Water Lily Lane Rockledge, Florida 32955 |
| EILEEN TELLIER | 1680 Sheriana Court, NW Palm Bay, Florida 32907 |

(b) Elective Officers. The officers of this corporation shall be a President, Vice-President, Treasurer, Corresponding Secretary, Recording Secretary, Medical Director, Administrator, and Community Leader. Other officers may be established by the Executive Board of this corporation at any regular annual meeting. The qualifications, time, and manner of electing and appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation are:

| <u>OFFICE</u> | <u>NAME</u> |
|-------------------------|---------------------|
| PRESIDENT | HANK SIMON |
| VICE-PRESIDENT | SANDY STAMM, RN |
| CORRESPONDING SECRETARY | LISA SUNDAY |
| RECORDING SECRETARY | EILEEN TELLIER |
| TREASURER | LARRY CHUE |
| MEDICAL DIRECTOR | APARNA KOPURI, M.D. |
| ADMINISTRATOR | ROY LUSK, Psy.D. |

(c) The Executive Board may establish any other boards or committees it deems proper and appropriate to carry out the purposes, goals, aims and objectives of the corporation.

(d) The address of the corporation's initial principal office in the State of Florida is: 4400 Dixie Highway, NE, Palm Bay, Florida, 32905.

(e) The name and address of this corporation's initial registered agent is: Eileen Tellier, 1680 Sheriana Court, SW, Palm Bay, Florida 32907.

ARTICLE VIII. INCOME FROM PUBLIC EVENTS

If this corporation holds any events to which members of the general public are invited to participate or attend for a fee, and/or concessions are sold, the net proceeds, if any, attributable to such receipts will be paid over to the treasurer for payment of the costs attributable to the operation of the event, with the balance to be deposited into the general operating account of the corporation.

ARTICLE IX. BY-LAWS

By-laws will be hereinafter adopted at the first meeting of the Executive Board. Such by-laws may be amended or repealed, in whole or in part, by the directors in the manner provided therein. Any amendments to the by-laws shall be binding on all members of this corporation.

ARTICLE X. AMENDMENT OF ARTICLES

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the Executive Board, and then presented to a quorum of the members of the Executive Board for their vote. Amendments to these Articles of Incorporation may also be adopted by a vote of at least two-thirds (2/3rds) of a quorum of the Membership of the corporation present at the meeting at which such amendment resolution is considered.

ARTICLE XI. LIMITATION OF PURPOSES FOR PARAGRAPH 501(c)(3) QUALIFICATIONS

This corporation is organized exclusively for the purposes set forth in ARTICLE III, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or amendments thereto.

ARTICLE XII. RESTRICTION ON DISTRIBUTION OF EARNINGS; RESTRICTION ON ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 III and XII hereof. (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). 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 Internal Revenue Code of 1954, or amendments thereto, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or amendments thereto.

ARTICLE XIII. DISPOSITION OF ASSETS ON DISSOLUTION

Upon the dissolution of the corporation, the Executive Board shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization organizations organized and operated exclusively for social and educational purposes, as shall at the time qualify as an organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or amendments thereto, as the Executive Board shall determine. Any such assets not so disposed of shall be disposed of 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.

IN WITNESS WHEREOF, the undersigned subscribing incorporators have executed these Articles of Incorporation this 17th day of July, 1996.

Aparna Kopuri, M.D.
APARNA KOPURI, M.D.

Roy Lusk, Psy.D.
ROY LUSK, Psy.D.

Sandy Stamm, RN
SANDY STAMM, RN

Larry Chue
LARRY CHUE

Hank Simon
HANK SIMON

Lisa Sunday
LISA SUNDAY

Eileen Tellier
EILEEN TELLIER

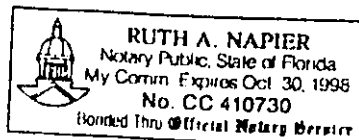
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17th day of July, 1996, by DR. APARNA KOPURI, who is personally known to me ~~or who produced~~ as identification.

Ruth A. Napier
NOTARY PUBLIC, State of Florida

Ruth A. Napier
Printed Name of Notary

Commission Expires: 10/30/98



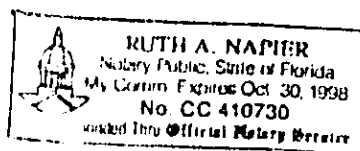
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17th
day of July, 1996, by DR. ROY LUSK, who is personally
known to me ~~or who produced~~ as
identification.

Ruth A. Napier
NOTARY PUBLIC, State of Florida

Ruth A. Napier
Printed Name of Notary

Commission Expires: 10/30/98



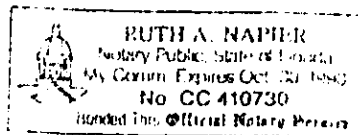
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17th
day of July, 1996, by SANDY STAMM, RN, who is
personally known to me ~~or who produced~~ as
identification.

Ruth A. Napier
NOTARY PUBLIC, State of Florida

Ruth A. Napier
Printed Name of Notary

Commission Expires: 10/30/98



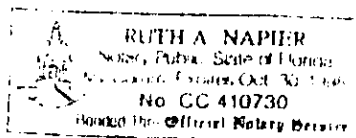
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17th
day of July, 1996, by LARRY CHUE, who is personally
known to me ~~or who produced~~ as
identification.

Ruth A. Napier
NOTARY PUBLIC, State of Florida

Ruth A. Napier
Printed Name of Notary

Commission Expires: 10/30/98



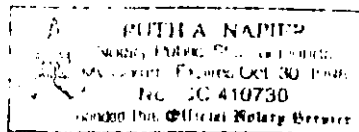
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17th
day of July, 1996, by HANK SIMON, who is personally
known to me ~~or who produced~~ _____ as
identification.

Ruth A. Napier
NOTARY PUBLIC, State of Florida

Ruth A. Napier
Printed Name of Notary

Commission Expires: 10/30/98



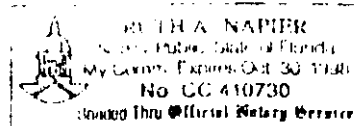
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17th
day of July, 1996, by LISA SUNDAY, who is personally
known to me ~~or who produced~~ _____ as
identification.

Ruth A. Napier
NOTARY PUBLIC, State of Florida

Ruth A. Napier
Printed Name of Notary

Commission Expires: 10/30/98



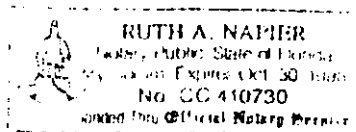
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17th
day of July, 1996, by EILLEN TELLIER, who is personally
known to me ~~or who produced~~ _____ as
identification.

Ruth A. Napier
NOTARY PUBLIC, State of Florida

Ruth A. Napier
Printed Name of Notary

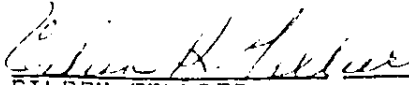
Commission Expires: 11/30/98



ACCEPTANCE BY REGISTERED AGENT

FILED
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Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


EILEEN TELLIER
1680 Sheriana Court, NW
Palm Bay, FL 32907
407-

Date: 7-16-96