

N97000006859



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 629036 88335A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 10 AM 11:58

ORDER DATE : December 9, 1997

ORDER TIME : 8:52 AM

ORDER NO. : 629036-005

CUSTOMER NO: 88335A

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CUSTOMER: Rosalie Richardson, Legal Asst
MARK F. DAHLE, ESQ

P.O. Box 6629

Lakeland, FL 33807-6629

DOMESTIC FILING

NAME: CENTRAL FLORIDA HUMAN
SERVICES, INC.

EFFECTIVE DATE:

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DIVISION OF CORPORATION

XXXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

CP
12/10/97

ARTICLES OF INCORPORATION
OF THE
CENTRAL FLORIDA HUMAN SERVICES, INC.
a Florida Not-for-profit Corporation

FILED
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The undersigned subscribers to these Articles of Incorporation, each natural persons competent to contract, hereby form a Corporation not-for-profit under the laws of the State of Florida.

ARTICLE ONE. NAME

The name of this Corporation shall be CENTRAL FLORIDA HUMAN SERVICES, INC.

ARTICLE TWO. PURPOSE

The general nature of the business to be transacted by this corporation shall be to promote and ensure the highest level of health attainable for every resident of Central Florida by providing professional counseling, rehabilitation, and educational services conforming to all regulations and requirements of the Florida Department of Health and Rehabilitative Services, and to:

a. Identify, prioritize and anticipate health needs of Central Florida residents; facilitate and monitor equitable, effective utilization of resources to meet these health needs. This Corporation shall be operated exclusively for these charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the successor provision as now in effect or as may hereafter be amended.

b. Work for the elimination of conditions causing health

problems.

c. Prepare, implement and monitor a community health plan that addresses health protection, health promotion, health awareness, health education and the effective, efficient delivery of preventative and primary health care services specific to Central Florida residents.

d. Promote effective teamwork and coordination of effort among individuals, community agencies and organizations, both governmental and non-governmental.

e. Foster the attitude of self-reliance on the individual, family and community levels such that appropriate responsibility is taken at each appropriate level to achieve and maintain healthy lifestyles and to take care of those persons subject to uncontrollable and often unanticipated health care crisis.

f. Engage in the direct operation of health programs when deemed necessary for the benefit of the community.

g. To do any and all things hereinbefore enumerated for itself or on account of others, and to make and perform contracts for doing any of said undertakings; to have and exercise all of the rights and powers now or hereafter conferred by the laws of the State of Florida, and to do any and all of the things hereinbefore enumerated to the same extent as natural persons might or could do.

h. The foregoing enumerated objectives, purposes and powers of the Corporation are not intended and shall not be construed or held to prohibit or limit the exercise of any other and further

Central Florida Human Services, Inc., Articles of Incorporation

rights and powers which may now or hereafter be allowed or permitted by the laws of the State of Florida, and this Corporation shall have and exercise all other powers, rights and privileges granted by the corporation laws of the State of Florida now in force, or any amendment or amendments thereto.

ARTICLE THREE. POWERS

This Corporation shall have, in addition, all of the powers of a corporation not-for-profit incorporated under the laws of Florida.

ARTICLE FOUR. MEMBERS

The Corporation shall have members, the private property of whom shall not be liable for the debts of the Corporation. The members of the Corporation shall be those persons serving, from time to time, on the Board of Directors of the Corporation and such other persons as may be defined in the By-laws. Qualifications, admission, termination and all other terms and conditions of membership shall be set by the By-laws of the Corporation as they now or hereafter exist from time to time. New members shall be private citizens and governmental officials selected and invited to membership by the Board of Directors as provided in the By-laws of the Corporation, based upon their qualifications to assist in the purposes of the Corporation.

ARTICLE FIVE. TERM OF EXISTENCE

This Corporation shall commence existence upon filing and exist perpetually.

ARTICLE SIX. ADDRESS

The principal place of business (physical address) and the mailing address of this corporation shall be: Central Florida Human Services, Inc., 1325 George Jenkins Boulevard, Lakeland, Florida 33815.

ARTICLE SEVEN. OFFICERS

The Officers of the Corporation shall be a President (who shall be the Chief Executive Officer), Vice President, Secretary and Treasurer and such other officers as may be identified by the Corporation By-laws. The Board of Directors may elect a Chairman and Secretary.

ARTICLE EIGHT. INCORPORATORS (AND SUBSCRIBERS)

The names and street address of the Incorporators for these Articles of Incorporation are:

J. Emory Welch
1722 Clarendon
Lakeland, Florida 33803

Eugene Roberts
524 Pablo Street
Lakeland, Florida 33803

Pat Steed
2248 Crystal Grove Lane
Lakeland, Florida 33801

ARTICLE NINE. LIMITATIONS OF CORPORATE POWERS

In order to promote the purposes of this Corporation, it may acquire property by grant, purchase, devise or bequest and hold and dispose of such property as the Corporation shall require for the benefit of the members and others, but not for monetary profit.

ARTICLE TEN. INITIAL REGISTERED AGENT

The name and address of the initial registered agent is: J. Emory Welch, 1325 George Jenkins Boulevard, Lakeland, Florida 33815.

ARTICLE ELEVEN. BOARD OF DIRECTORS

This Corporation shall be governed by a Board of Directors, the original members of which are designated herein. There shall be ten (10) Directors initially; the number of Directors may be increased or decreased from time to time, by a majority vote of the members. The Directors shall normally be elected at the annual meeting of the members as provided in the By-laws. The Corporation shall have at least three (3) Directors at all times.

ARTICLE TWELVE. ORIGINAL DIRECTORS

The names and street addresses of the initial Directors are:

<u>Name</u>	<u>Address</u>
Eugene Roberts	524 Pablo Street Lakeland, Florida 33803

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David Polunas	Heart of Florida Behavioral Center 2510 North Florida Avenue Lakeland, Florida 33805
Sherwood Smith	1515 Leighton Avenue Lakeland, Florida 33803
Steve Boyer	Lakeland Police Department 219 North Massachusetts Avenue Lakeland, Florida 33801
Pat Steed	2248 Crystal Grove Lane Lakeland, Florida 33801
Bernice Cooper	Publix Corporate Office Post Office Box 407 Lakeland, Florida 33802
Maryellen Noad	1503 Little John's Trail Lakeland, Florida 33809
Tony Turbeville	Post Office Box 484 Kathleen, Florida 33849
Robert B. Eanett, M. D.	Watson Clinic, LLP-South 1033 Drane Field Road Lakeland, Florida 33813
Howardene (Denie) Garrett	1911 Cherokee Trail Lakeland, Florida 33803

ARTICLE THIRTEEN. DISSOLUTION

In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt

organization or organizations under §501(c)(3) of the Internal Revenue Code as the Advisory Board shall determine. In no event shall any of such assets or property be distributed to any member, advisor, officer or any private individual.

ARTICLE FOURTEEN. BY-LAWS AND ARTICLES

The Board of Directors of this Corporation may provide such By-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary, from time to time. Upon proper notice, the By-laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose. Articles of Incorporation may be amended in the same manner as By-laws.

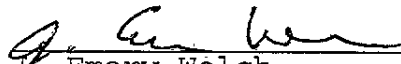
ARTICLE FIFTEEN. EXEMPTION STATUS


Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity or amend the Articles in any way, which would prevent it from obtaining exemption from Federal income taxation as a Corporation described in Section 501(c)(3) of the Internal Revenue Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any advisor or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Internal Revenue Code and any corresponding laws of the State of Florida), and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of, or in opposition to, any candidate for public office.


Emory Welch


Eugene Roberts


Pat Steed

CERTIFICATE OF DESIGNATED REGISTERED AGENT

In compliance with Chapters 48 and 607, Florida Statutes,
CENTRAL FLORIDA HUMAN SERVICES, INC. does hereby designate J. EMORY
WELCH as registered agent.

Having been named as registered agent of the foregoing CENTRAL
FLORIDA HUMAN SERVICES, INC., I hereby accept and agree to act in
this capacity and agree to comply with the laws of the State of
Florida in all respects. 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, including, but not
limited to, accepting service of process for the above-named
corporation.

Date: 12-3-97

J. Emory Welch
J. Emory Welch

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged
before me this 3rd day of December, 1997, by J. EMORY WELCH, the
person named in the foregoing Articles of Incorporation as
Incorporator.

Anne H. Whalen
Name:
Notary Public State of Florida
My commission expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 10 AM 11:58

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 4th day of December, 1997, by EUGENE ROBERTS, the person named in the foregoing Articles of Incorporation as Incorporator.

Anne H. Whalen
Name:
Notary Public State of Florida
My commission expires:

STATE OF FLORIDA

COUNTY OF POLK



Anne H. Whalen
MY COMMISSION # CC634389 EXPIRES
June 27, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

The foregoing Articles of Incorporation were acknowledged before me this 3rd day of December, 1997, by PAT STEED, the person named in the foregoing Articles of Incorporation as Incorporator.

Anne H. Whalen
Name:
Notary Public State of Florida
My commission expires:



Anne H. Whalen
MY COMMISSION # CC634389 EXPIRES
June 27, 2001
BONDED THRU TROY FAIN INSURANCE, INC.