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LAW OFFICES

BOYES & FARINA

PROFESSIONAL ASSOCIATION

CENTURION PLAZA

1801 FORUM PLACE

SUITE 900

WEST PALM BEACH, FLORIDA 33401

WILLIAM E. BOYES*

BOARD CERTIFIED ESTATE PLANNING & PROBATE

JOHN FARINA **

BOARD CERTIFIED CIVIL TRIAL & BUSINESS
LITIGATION LAWYER

JOHN P. MORRISSEY

* ADMITTED TO PRACTICE IN FLORIDA
AND NEW JERSEY

** ADMITTED TO PRACTICE IN FLORIDA
AND MASSACHUSETTS

DEBBIE F. McGLYNN

CERTIFIED LEGAL ASSISTANT

TELEPHONE (561) 697-9393

FAX NO. (561) 697-8980

November 12, 1997

Pervis Patrick
130 Cypress Drive
Lake Park, Florida 33403

100002365371--9
-12/08/97--01053--020
****122.50 ****122.50

Re: GTC Turning Point, Inc.

Dear Pervis:

Enclosed herein are drafts of the articles of incorporation, bylaws and minutes of the first organizational meeting.

If these drafts are acceptable, please execute the same where required. Please also contact me concerning the filing of these documents with the Division of Corporation for the State of Florida.

Very truly yours,



John P. Morrissey

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 17 PM 12:17

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789,619,611,2550
1197-27502

D. BROWN DEC 17 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1997

PERVIS PATRICK
130 CYPRESS DRIVE
LAKE PARK, FL 33403

SUBJECT: GTC TURNING POINT, INC.
Ref. Number: W97000027502

We have received your document for GTC TURNING POINT, 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):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

Please return the original and one copy of 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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 597A00058042

**ARTICLES OF INCORPORATION OF
GTC TURNING POINT, INC.**

A Florida Nonprofit Corporation

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DIVISION OF CORPORATIONS
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The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

**Article 1
Name**

The name of the Corporation is GTC TURNING POINT, INC.

130 Cypress Drive, Lake Park, Florida 33403

**Article 2
Not for Profit**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

**Article 3
Duration**

The duration (term) of the Corporation is perpetual.

**Article 4
Purposes**

The Corporation is organized, and shall be operated exclusively for, the following purposes:

A. To serve at-risk youth with programs, including physical fitness training, educational tutoring and counseling.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporation, including, without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without

limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5 Limitation

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation of services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 hereof.

Article 6 Members

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and 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:

Name	Address
Pervis Patrick	130 Cypress Drive, Lake Park, Florida 33403
Michele Richardson	130 Cypress Drive, Lake Park, Florida 33403
Pervius Johnson	1309 Tropical Drive, Lake Worth, Florida 33460

Article 7 Initial Registered Office and Agent

The street address of the initial Registered Office of the Corporation is 3980 RCA Boulevard, Palm Beach Gardens, Florida 33410, and the name of its initial Registered Agent at that address is Pervis Patrick.

Article 8 Initial Board of Trustees

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is three (3). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for *ex officio* and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Name	Address
Pervis Patrick	130 Cypress Drive, Lake Park, Florida 33403
Michele Richardson	130 Cypress Drive, Lake Park, Florida 33403
Pervius Johnson	1309 Tropical Drive, Lake Worth, Florida 33460

Article 9 Officers

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) 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:

Name	Address	Title
Pervis Patrick	130 Cypress Drive, Lake Park, Florida 33403	Pres. / Treas.
Michele Richardson	130 Cypress Drive, Lake Park, Florida 33403	V. Pres. / Sec.

Article 10 Incorporators

The name and address of each Incorporator is as follows:

Name	Address
Pervis Patrick	130 Cypress Drive, Lake Park, Florida 33403

Article 11
Bylaws

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

Article 12
Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Member, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions of amendments are adopted by the Corporation pursuant to law.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 15th day of ~~November~~, 1997.
December


PERVIS PATRICK, Incorporator

State of Florida)
) ss:
County of Palm Beach)

Before me personally appeared PERVIS PATRICK, *who produced Driver's License as identification* ~~to me well known~~ and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of ~~November~~ *December*, 1997, in the aforesaid County and State.



Cynthia M. Harvey
Notary Public
Print Name: *Cynthia M. Harvey*
My Commission Expires: *9/26/98*
My Commission Number: *CC4009946*

Acceptance by Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of GTC TURNING POINT, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 15th day of ~~November~~ *December*, 1997.

Pervis Patrick
PERVIS PATRICK, Registered Agent

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