

N98000000014

CEA Max Human Services, Inc.

Requestor's Name

108 NE 18th Street

Address

Delray Beach, FL 33444

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

RECEIVED
JUL 28 AM 8:43
DIVISION OF CORPORATIONS

(Corporation Name)	(Document #)
(Corporation Name)	(Document #)
(Corporation Name)	(Document #)
(Corporation Name)	(Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED
98 AUG 17 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

LFJ

1055, 564, 547, 1071, 767
Amend 8-17-98

CEA MAX HUMAN SERVICES, INC.
108 N.E. 18th Street
Delray Beach, Florida 33444-4144
516.274-6551

August , 1998

Ms. Louise Flemming-Jackson
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: CEA MAX HUMAN SERVICES, INC.
Ref. Number N98000000014
Responding to Letter Number: 098A00037539

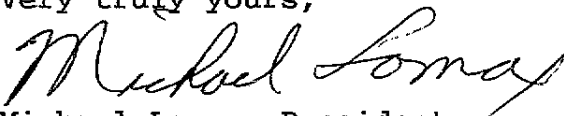
Dear Ms. Flemming-Jackson:

For the purpose of filing amended articles of incorporation for CEA MAX HUMAN SERVICES, INC., I submit the following:

1. Statement of resolution by the board of directors authorizing the amendment of the articles of incorporation;
2. Amended Articles of Incorporation of CEA MAX HUMAN SERVICES, INC.; and
3. The \$35 fee for filing.

Thank you for your immediate attention to this request for the filing of the amended articles of incorporation.

Very truly yours,


Michael Lomax, President



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 14, 1998

CEA MAX HUMAN SERVICES, INC.
108 NE 18th Street
Delray Beach, FL 33444

SUBJECT: CEA MAX HUMAN SERVICES, INC.
Ref. Number: N98000000014

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 098A00037539

AMENDED

**CERTIFICATE OF INCORPORATION
of
CEA MAX HUMAN SERVICES, INC.**

FILED
98 AUG 17 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Under Section 617.01011 of the Florida Not For Profit
Corporation Act

The undersigned, desiring to form a corporation pursuant to the Florida Not for Profit Corporation Act, does hereby make, subscribe, and acknowledge this certificate as follows:

1. NAME. The name of the Corporation shall be Cea Max Human Services, Inc.

2. PRINCIPAL OFFICE. The address of the principal office shall be 108 NE. 18th Street, Delray Beach, Florida 33444.

3. PURPOSES. The purposes for which the Corporation is organized are:

Nonprofit Purpose. The Corporation is formed exclusively for purposed for which a corporation may be formed under the Florida Not for Profit Corporation Act and not for pecuniary profit or financial gain. No part of the assets, income, or profit of the Corporation shall be distributable to, or inure to the benefit of, its members, directors or officers except to the extent permitted under the Florida Not for Profit Corporation Act. The Corporation shall not engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit.

General Purposes:

(a) To promote and foster the understanding and use of counseling principles and techniques for reestablishing emotional and social adjustment, for the attainment of vocational and rehabilitation guidance, and for analysis and remedial reeducation of persons with societal disorders and difficulties.

(b) To cooperate with local and national organizations engaged in the field of counseling.

(c) To promote the exchange of ideas among others engaged in the work of counseling.

(d) To operate and maintain a counseling service to carry out and fulfill the foregoing.

(e) To do and perform any act, which is not inconsistent with section 617.0202 of Florida Not for Profit Corporate Act.

4. REGISTERED AGENT. The Corporation designates Michael Lomax, who resides at 108 NE 18th Street, Delray Beach, Florida 33444, its registered agent in this state upon whom process against the Corporation may be served.

5. INCORPORATOR. The incorporator of this Corporation is Michael Lomax whose address is 108 NE. 18th Street, Delray Beach, Florida 33444.

6. DIRECTORS. The method of election of directors of the Corporation shall be as stated in the bylaws of the Corporation.

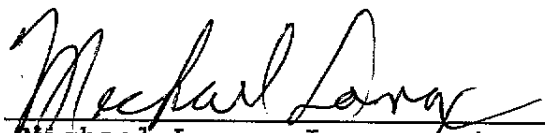
7. DISTRIBUTION UPON DISSOLUTION OR TERMINATION. Upon dissolution or termination of the Corporation, all assets which may be distributed shall be distributed to a Non-profit Corporation with the same or similar purposes.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, 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, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempt to influence legislation, and the organization 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 this document, the organization shall not carry on

any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.


Michael Lomax, Incorporator

STATE OF FLORIDA

CITY/COUNTY OF PAUMotu DE to-wit:

The foregoing instrument was acknowledged before me this
8 day of June, 1998, by Michael Lomax, Incorporator.

My commission expires:

Kathleen H. Farnham
Notary Public



SPECIAL MEETING OF BOARD OF DIRECTORS

OF

CEA MAX HUMAN SERVICES, INC.

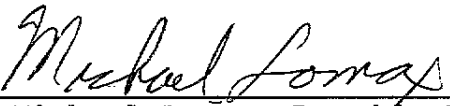
I, Michael Lomax, the President of CEA MAX HUMAN SERVICES, INC., a Florida Corporation, certify that the following resolution was adopted by the Board of Directors of CEA MAX HUMAN SERVICES, INC., at a special meeting duly called to consider the amendment of the Articles of Incorporation of CEA MAX HUMAN SERVICES, INC., at a special meeting duly called and held on June 8, 1998, at which at which a quorum was present and acting throughout.

Upon motion duly made and unanimously carried, it was,

RESOLVED by the board of directors, that the articles of incorporation of CEA MAX HUMAN SERVICES, INC. be amended to make any changes required to entitle the Corporation to non-profit status pursuant to the Federal Tax Code, Section 501(C)(3), and, the president is directed to take the necessary steps to amend the articles of incorporation of the Corporation, as described.

There are no members of the Corporation on the date of the adoption of this resolution, and the board of directors is duly authorized to amend the articles of incorporation.

ADOPTED: June 8, 1998


Michael Lomax, President