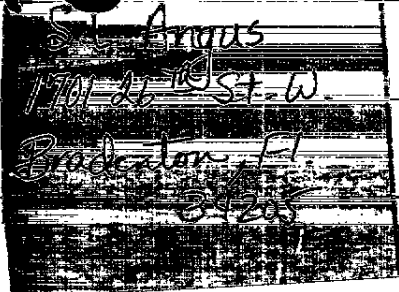


N98000003/40



900002540359-- 4
-05/29/98--01016--020
***131.25 ***131.25

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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

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

FILED
 98 MAY 29 PM 2:44
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

5/29/98
 [Handwritten signature/initials]

Examiner's Initials	
---------------------	--

ARTICLES OF INCORPORATION OF
DAY BREAK FAMILY SERVICES, INC.,
a Florida not-for-profit corporation

FILED
98 MAY 29 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I
NAME

The name of the Corporation is:

DAY BREAK FAMILY SERVICES, INC.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business and the mailing address of this Corporation shall be:

DAY BREAK FAMILY SERVICES, INC.
1701 26TH STREET WEST
BRADENTON, FLORIDA 34205

ARTICLE III
TERM OF EXISTENCE

The Corporation shall exist perpetually unless sooner dissolved as authorized by law.

ARTICLE IV
PURPOSE(S)

The purposes for which the Corporation is organized, and the powers of the corporation, shall be to operate without profit exclusively for charitable, educational, or other purposes as permitted by Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, including:

(1) To create and establish a not-for-profit daily care center in Manatee County, Florida to: provide services to meet the daily care and early education needs of children and their families, and to provide services to meet the daily care, respite, and late-in-life education and daily maintenance needs of elderly persons and their families.

(2) Such other purposes consistent with these Articles as the Corporation's By-laws may so provide.

ARTICLE V
MANAGEMENT OF CORPORATION

All corporate powers shall be exercised by or under the authority of, and the business of the corporation shall be managed under the direction of, a board of directors consisting of no less than three (3) persons, in such manner as provided in the By-laws of the Corporation.

ARTICLE VI
OFFICERS

Officers, their powers and duties, and manner of their election, shall be as prescribed and regulated in the By-laws of the Corporation.

ARTICLE VII
BY-LAWS

The By-laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation. The power to adopt, amend, alter, or repeal By-laws shall be vested in the Board of Directors unless otherwise provided in the By-laws. By-laws may be adopted, amended, altered, or repealed by the Directors of the Corporation at any regular or special business meeting called for that purpose, provided that written notice of said meeting and proposed change has been given by U.S. Mail to each member of the Board of Directors at his or her last known address no more than sixty (60) nor less than ten (10) days prior to the meeting. Any action of the Board of Directors to adopt, amend, alter, or repeal By-laws shall require an affirmative vote of a majority of the then elected and qualified Directors of the Corporation present at such duly organized meeting. A majority for purposes of adopting, amending, altering, or repealing the By-laws shall be one-half (50%) plus one additional board member present at such duly organized meeting.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is as follows:

Sherry L. Angus
1701 26th Street West
Bradenton, Florida 34205

ARTICLE IX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is:

1701 26th Street West
Bradenton, FL 34205

and the initial registered agent of this Corporation is:

Sherry L. Angus

ARTICLE X
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the directors of the Corporation at any regular or special business meeting called for that purpose, provided that notice of the proposed amendment has been given by U.S. Mail to each member of the Board of Directors at his or her last known address no more than sixty (60) nor less than ten (10) days prior to the meeting. Any action of the Board of Directors to amend the Articles of Incorporation shall require an affirmative vote of two-thirds (66%) of the then elected and qualified directors of the Corporation.

ARTICLE XI
EARNINGS AND ACTIVITIES OF THE CORPORATION

The earnings and activities of the Corporation are subject to the following restrictions and limitations:

(1) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributive to, any member, any private individual, or any director or officer of such Corporation (except that reasonable compensation may be paid or services rendered to or for the Corporation affecting one or more of its purposes), and no member, private individual, Director, or officer of the Corporation shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

(2) 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 publication or

distribution of statements) any political campaign on behalf of any candidate for public office.

(3) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

ARTICLE XII DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for all 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 or organizations organized and operated exclusively for charitable, education, or specific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in 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 XIII MEMBERSHIP

The Corporation is organized upon a non-stock basis. The qualifications for and rights of members, types of membership, and the manner of admission of members shall be regulated by the By-laws of the Corporation.

The undersigned incorporator has executed these Articles of Incorporation this 22 day of May, 1998.

Sherry L. Angus
Sherry L. Angus, Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 22nd day of May, 1998, by Sherry L. Angus, as incorporator of Day Break Family Services, Inc., a not-for-profit corporation, who is personally known to me or has produced a driver's license as identification and who ~~did~~/did not take an oath.



"OFFICIAL SEAL"
Joyce B. James
My Commission Expires 10/20/99
Commission #CC 496831

Joyce B. James
Notary Public

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE MENTIONED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

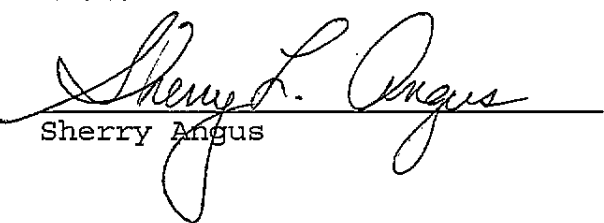
1. The name of the Corporation is:

Day Break Family Services, Inc.

2. The name and address of the Registered Agent and office is:

Sherry L. Angus
1701 26th Street West
Bradenton, Florida 34205

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.


Sherry Angus

DATE: May 22. 1998

FILED
98 MAY 29 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA