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August 18, 1998

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: BANYAN TREE SOCIAL SERVICES, INC.

Dear Sirs:

I enclose herewith an original and one copy of the Articles of Incorporation of the above referenced corporation, together with a resident agent's certificate.

I also enclose my check in the sum of \$70.00 to cover the following incorporation fees:

Filing Fee	\$ 35.00
Certificate of Resident Agent	<u>35.00</u>
	\$ 70.00

Please return a copy of the Articles after filing.

Thank you for your cooperation in this matter.

Very truly yours,

L.G. Miceli
Lawrence G. Miceli

LGM/sk

Enc.

DMP
8/27/98

was 198-19616
called No money

FILED
98 AUG 27 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BANYAN TREE SOCIAL SERVICES, INC.
A NON-PROFIT CORPORATION

FILED
98 AUG 27 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a non-profit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

The name of this corporation is:

BANYAN TREE SOCIAL SERVICES, INC.

The principal place of business of this corporation shall be

**19005 NW 138th Avenue
Alachua, FL 32615**

and the mailing address of the corporation shall be the same.

ARTICLE II

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is a counseling service.

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons who from time to time may become members by vote of the Board of Directors.

ARTICLE III

The name and address of the incorporator of these Articles is:

**LYNN R. HORTON
19005 NW 138th Avenue
Alachua, FL 32615**

ARTICLE IV

The business of this corporation shall be managed by the Board of Directors. This corporation shall have three directors initially. The number of directors may be increased from time to time by the Bylaws, but shall never be less than three.

The Board of Directors shall be appointed and hold office in accordance with the Bylaws.

The names and address of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

- | | | |
|----|--------------------------|---|
| 1) | LYNN R. HORTON | 19005 NW 138th Avenue
Alachua, FL 32615 |
| 2) | <u>Melvin J. Horton</u> | <u>19005 NW 138th Ave</u>
<u>Alachua, FL 32615</u> |
| 3) | <u>Roberta Gastmeyer</u> | <u>4118 NW 69 Street</u>
<u>Guineville, FL 32606</u> |

ARTICLE V

The street address of the initial registered office of this corporation shall be **19005 NW 138th Avenue, Alachua, FL 32615** and the name of the initial registered agent of the corporation at that address is **LYNN R. HORTON**.

ARTICLE VI

MISSIONS STATEMENT

To provide services to persons with disabilities, including but not limited to vocational evaluations, support coordination, career counseling, job placement, academic tutoring and testing.

ARTICLE VII

COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the Corporation shall begin on the date that these Articles were signed by the Incorporator, provided that these Articles are accepted for filing by the Secretary of State within 5 days thereafter, as provided for by Fla. Stat. Section 607.0203, or if not filed within said time, then as of the date of filing, whichever is earlier. The Corporation shall exist perpetually.

ARTICLE VIII

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director to the fullest extent permitted by law.

ARTICLE X

AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right

conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, has hereunto
set his/her hand and seal on this 28 day of July, 1998.

Lynn R. Horton
LYNN R. HORTON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT:

Having been named to accept service of process for the above-stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.

Lynn R. Horton
LYNN R. HORTON

STATE OF FLORIDA)
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 28 day of July, 1998.

by Lynn R. Horton.



JOHN W MICELI
My Commission CC652387
Expires May. 02, 2000

John W. Miceli
Notary Public

My Commission Expires: 5/12/2000