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March 20. 1999

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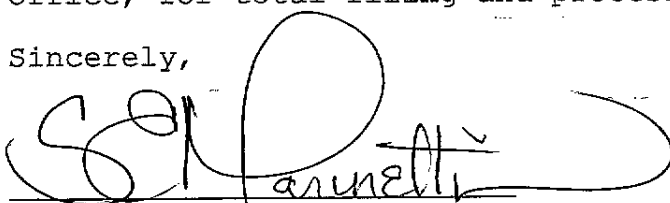
Corporate Filings Office:

I enclose an original and two (2) copies of the proposed Articles of Incorporation of THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC.,

Please file the Articles of Incorporation and return a Certified Copy and Certificate to me.

A check in the amount of \$87.50, made payable to your office, for total filing and processing fees is enclosed.

Sincerely,


Incorporator

ADDRESS:

Shannon E. Barr-Marinetti
1023 Vannessa Drive
Oviedo, Florida 32765
407/359-7573 (Daytime telephone number)

Shannon GAVE
AUTHORIZATION BY PHONE TO

CORRECT #2

DATE 3/29/99

DOC. EXAM Deris Brown

D. BROWN MAR 30 1999

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ARTICLES OF INCORPORATION

OF

THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC.,

A NON-PROFIT CORPORATION

The undersigned incorporator in order to form a non-profit corporation under the laws of the state of FLORIDA adopt the following Articles of Incorporation:

ONE: The name of this corporation is THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC.,

TWO: The Principal Office:

1023 Vannessa Drive, Oviedo, Florida 32765

THREE: The specific purposes for which this corporation is organized are: The Florida Center for Abuse and Neglect is a human relations organization dedicated to fighting child, elderly, disable and spousal abuse in the State of Florida through advocacy, research, collaboration, and education.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

FOUR: Manner of Election of Board Members: Incorporator's discretion.

FIVE: The name and address of the registered agent of this corporation is:

Kenneth Mark Marinetti

1023 Vannessa Drive, Oviedo, Florida 32765

SIX: The name and address of the incorporator of this corporation is:

Shannon E. Barr-Marinetti

1023 Vanessa Drive, Oviedo, Florida 32765

SEVEN: The number of initial directors of this corporation is five. Their names and address are as follows:

Shannon E. Barr-Marinetti

1023 Vanessa Drive

Oviedo, Florida 32765

Malcia Leonard

2500 Howell Branch Road 157

Winter Park, Florida 32792

Ann Bartilier

5868 Pinegrove Run

Oviedo, Florida 32765

Ivette Gilmore

1029 Brielle Avenue

Oviedo, Florida 32765

Kenneth Mark Marinetti

1023 Vanessa Drive

Oviedo, Florida 32765

The manner in which the directors are elected is as stated in the By-Laws.

EIGHT: The period of duration of this corporation is perpetual.

NINE: The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state.

TEN: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

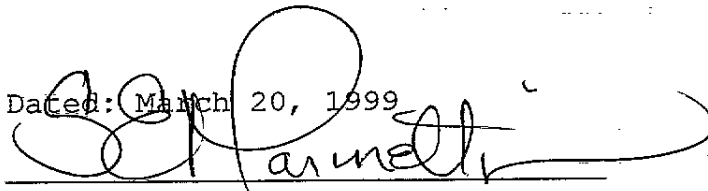
No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

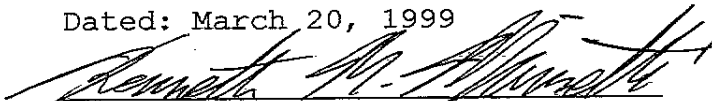
Dated: March 20, 1999



, Incorporator

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.

Dated: March 20, 1999



, Registered Agent

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