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Corporate Filings Office:

I enclose an original and one copy of the Amended Articles of Incorporation of THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC.

Please file the Amended Articles of Incorporation and return a file-stamped copy of the Amended Articles to me at the attached address.

A check in the amount of \$43.75, made payable to your office, for Articles of Amendment filing, processing and certified copy fees is enclosed.

Sincerely

Shannon E. Barr-Marinetti President/Incorporator

RETURN ADDRESS

Shannon E. Barr-Marinetti 1023 Vannessa Drive Oviedo, Florida 32765

(407) 359-7573

Note: There was No Charge in The Registered Agent Amend

VS APR 1 4 1999

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

FILED 99 APR - 7 AM 8: 10 SECRETARY OF STATE TALLAHASSEE, FLORIDA

of

(present name)

THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC.

Pursuant to the provisions of section 617.1006, Flori nonprofit corporation adopts the following articles of	da Statutes, the undersigned Florida f amendment to its articles of incorporation.
FIRST: Amendment(s) adopted: (INDICATE ARTICLE DELETED.)	LE NUMBER(S) BEING AMENDED, ADDED OR
Articles 2 through 11 are ammende	d. Article 12 is being added.
	March 28.1999
SECOND: The date of adoption of the amendment THIRD: Adoption of Amendment (CHECK ONE)	nt(s) was: March 2071311
cast for the amendment was sufficient	d by the members and the number of votes at for approval.
There are no members or members en amendment(s) was(were) adopted by	atitled to vote on the amendment. The
THE FLORIDA CENTER FOR A	BUSE AND NEGLECT, INC.
Corporation (Corporation)	Name
Signature of Chairman, Vice Chair	man, President or other officer
SHANNON E. BARR-	
Typed or prin	APRIL 2, 1999
PRESIDENT	Date
Title	Daw

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC., A NOT FOR PROFIT CORPORATION

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act as set forth in Chapter 617 of the Florida Statutes, adopted the following Articles of Incorporation for the Corporation.

ARTICLE I Name

The name of the Corporation is THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC.

ARTICLE II Duration

The corporation shall have perpetual duration.

ARTICLE III Purpose

The purpose of THE FLORIDA CENTER FOR ABUSE AND NEGLECT, INC., is to be an active force dedicated for the protection of children, the elderly, disabled and spousal abuse in the State of Florida, for the maintenance of the good quality life. Accordingly, it will use reasonable educational, advocacy, research and mass media means to accomplish its goal.

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.

ARTICLE V Members

The corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be regulated in the Bylaws.

ARTICLE VI Office and Resident Agent of Corporation

The Corporation shall maintain an office at 1023 Vannessa Drive, Oviedo, FL. 32765. The name of its initial registered agent at that address upon whom process may be served is KENNETH MARK MARINETTI who having been named as Resident Agent of the Corporation at the place designated does hereby accept this appointment as Resident Agent and agrees to act in this capacity and agrees to comply with all provisions of the Florida law relative to this capacity.

N/h
Kenneth Mark Marinetti, Registered Agent

ARTICLEVII Board of Directors

The power of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be at least ten (10); provided, however, that the number may be changed by a Bylaw duly adopted to a number of not more than seventeen (17).

The Directors named here as the first Board of Directors shall hold office until the first Annual Meeting of the Voting Members that shall be held on Sunday, May 02, 1999 in Altamonte Springs, FL., at which time an election of Directors shall be held.

Directors elected at the first Annual Meeting, and at all subsequent times, shall serve for a term of one (1) year until the Annual Meeting of Voting Members following the re-election of Directors and until the qualification of the successors in office. Annual Meetings of the Voting Members shall be held at any time and any place designated by the Board of Directors in accord with the Bylaws.

Any action required or permitted to be taken by the Board of Directors under any provision of law and consistent with the purpose of the Corporation may be taken without a meeting, if all the members of the Board individually and collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the Board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law that relates to action taken in this matter shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and the Articles of Incorporation and Bylaws of this Corporation authorize the Directors to act in this manner. This statement shall be prima facie evidence of the Director's authority.

The names and residential addresses of the persons who serve as initial directors are:-

SHANNON E. BARR-MARINETTI

1023 Vannessa Drive

Oviedo, FL. 32765

MALCIA LEONARD

2500 Howell Branch

Apt 157

Winter Park, FL.

32792

ANN BARTILIER

5868 Pinegrove Road

Oviedo, FL. 32765

IVETTE GILMORE

1029 Brielle Avenue

Oviedo, FL. 32765

SYLVESTER H. JULIEN

10765 Satsuma Circle

Winter Garden, FL.

34787

KENNETH MARK MARINETTI

1023 Vannessa Drive

Oviedo, FL. 32765

CHARLES BOLLERS

325 San Rafael Court

Winter Springs, FL.

32708

ARTICLE VIII Officers

The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and any other officers that the Bylaws of this Corporation authorize the directors to elect. Officers shall be elected at the Annual Meeting of the Board of Directors. Until the first Annual Meeting is held the following persons shall serve as corporate officers:

SHANNON E. BARR-MARINETTI

President

IVETTE GILMORE

Secretary

KENNETH MARK MARINETTI

Treasurer

ARTICLE IX Changes in the Bylaws

Subject to the limitations contained in the Bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above concerning corporate action that must be authorized or approved by the Members of the Corporation, the Bylaw of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted either by resolution of the Board of Directors or by following the procedure set forth in the Bylaws.

ARTICLE X Property of Corporation and Additional Provisions

The property of this Corporation is irrevocably dedicated to the purpose stated herein and no part of the net earnings of this Corporation shall inure to the benefit of, or, or be distributed 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.

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.

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.

ARTICLE XI Dissolution

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, all debts and liabilities of the Corporation shall be distributed to a Not For Profit Fund, Foundation or Corporation which has the purpose of

this Corporation or given to the federal, state or local government in support of abuse and neglect organizations.

ARTICLE XII Amendments of Articles

Amendments to these Articles of Incorporation may be proposed by resolution adopted by the Board of Directors and presented to a quorum of Voting Members for their vote. Amendments may be adopted by a vote of at least 2/3 of a quorum of Voting Members of the Corporation.

WE THE UNDERSIGNED, being the Incorporators of this Corporation, for the purpose of forming this Not For Profit Corporation under the laws of Florida, have executed these Articles of Incorporation on the 2nd day of April 1999.

SHANNON E. BARR-MARINETTI

TILMORE

THORE

KENNETH MARK MARINETTI

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared SHANNON E. BARR-MARINETTI, who is personally known to me, or who has produced a Florida Drivers License, as an identification, known to be one of the Incorporators in the foregoing Articles of Incorporation, and acknowledge that she subscribed to these Articles of Incorporation.

WITNESS by my hand and seal in the County and State named above this 2^{nk} day of April 1999.

MALCIA LEONARD
MY COMMISSION # CC 709784
EXPIRES: January 20, 2002
Bonded Thru Notary Public Underwriters

Notary Public

My Commission Expires:

JANUARY 20, 2002