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**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Healthy Children,  
Healthy Mind, Inc.

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-11/20/98-01020-013

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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Signature

Requested by:

Name

Date

Time

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Will Pick Up



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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 20, 1998

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

SUBJECT: HEALTHY CHILDREN, HEALTHY MIND, INC.  
Ref. Number: W98000026253

We have received your document for HEALTHY CHILDREN, HEALTHY MIND, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 698A00055822

## ARTICLES OF INCORPORATION OF HEALTHY CHILDREN, HEALTHY MIND, INC.

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

### Article 1

#### NAME

The name of the Corporation is: Healthy Children, Healthy Mind, Inc. The address of the Corporation is 1385 NW 15th Street, Miami, FL 33125.

### Article 2

#### NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

### Article 3

#### DURATION

The duration (term) of the Corporation is perpetual.

### Article 4

#### PURPOSES

The Corporation is exclusively organized, and shall be operated exclusively for, the following charitable, scientific and educational purposes:

- A. To establish and operate a charitable organization for children diagnosed with having mental health problems and to assist in the care of such children.
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limitation the generality of the foregoing, to acquire by donation, contribution, bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of

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the purposes set forth herein.

- C. To do such things as are incidental to the purposes of the Corporation or necessary or desirable to accomplish them.

#### Article 5

#### LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit or be distributable to its Members, Trustees or Officers, but the 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 Article 4 (Purposes) hereof.

#### Article 6

#### MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Name	Address
Mrs. Linda K. Nelson	5583 Colbright Road Lake Worth, Florida 33467
Mr. Robert W. Martin	5625 Colbright Road Lake Worth, Florida 33467
Ms. Carol De Canio	917 Chapel Hill Blvd. Boyton Beach, FL 33435

## Article 7

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 1385 NW 15<sup>th</sup> Street, Miami, Florida 33125, and the name of its initial Registered Agent at that address is Benjamin R. Metsch.

## Article 8

### INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in the Board of Trustees. The number of Trustees constituting the initial Board of Trustees is three. The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Name	Address
Mrs. Linda K. Nelson	5583 Colbright Road Lake Worth, Florida 33467
Mr. Robert W. Martin	5625 Colbright Road Lake Worth, Florida 33467
Ms. Carol De Canio	917 Chapel Hill Blvd. Boyton Beach, FL 33435

## Article 9

### OFFICERS

The Officers of the Corporation shall consist of a President, Vice-President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Name	Address	Title
Mr. Robert W. Martin	5625 Colbright Road Lake Worth, Florida 33467	President VP
Mrs. Linda K. Nelson	5583 Colbright Road Lake Worth, Florida 33467	Chairman
Ms. Carol De Canio	917 Chapel Hill Blvd. Boyton Beach, FL 33435	Sec./Treas.

## Article 10

### INCORPORATORS

The name and address of each Incorporator is as follows:

Name	Address
Mrs. Linda K. Nelson	5583 Colbright Road Lake Worth, Florida 33467
Mr. Robert W. Martin	5625 Colbright Lake Worth, Florida 33467
Ms. Carol De Canio	917 Chapel Hill Blvd. Boyton Beach, FL 33435

## Article 11

### BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

## Article 12

### AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

## Article 13

### INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

## Article 14

### COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of **filing**.

## Article 15

### NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

In Witness Whereof, the undersigned have signed these Articles of Incorporation on this 4<sup>th</sup> day of November, 1998,

[Signature]  
Incorporator

[Signature]  
Incorporator

Carol A. De Cano  
Incorporator

State of Florida )  
County of Miami-Dade)

Before Me personally appeared Robert Martin, Linda Nelson, and Carol De Cano, to me well known and known to me to be the persons described in and who executed the foregoing instrument, and severally acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 4<sup>th</sup> day of November, 1998, in the aforesaid County and State.

Maria Orta  
Notary Public

My Commission Expires:



Maria E Orta  
My Commission CC572591  
Expires Jul. 28, 2000



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Healthy Children, Healthy Mind, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this 4<sup>th</sup> day of November, 1998.



Registered Agent

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