

N99000003051

CAPITAL CONNECTION, INC.

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

Thornhill Enterprises
of Central Florida, Inc

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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 _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 MAY 17 PM 5:21

FILED

Signature _____

Requested by: _____

Name _____

S/17
Date

2:54
Time

Walk-In _____

Will Pick Up _____

RECEIVED
99 MAY 17 PM 4:02
TALLAHASSEE, FLORIDA

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1999 MAY 17 PM 5: 21

ARTICLES OF INCORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THORNHILL ENTERPRISES OF CENTRAL FLORIDA, INC.

(A Corporation Not-For-Profit)

In accordance with the provisions of Chapter 617, Florida Statutes, the undersigned incorporator hereby forms a corporation not-for-profit.

Article 1: Name

The name of the corporation is THORNHILL ENTERPRISES OF CENTRAL FLORIDA, INC.

Article 2: Purposes

The corporation is organized and shall be operated exclusively for the purpose of holding title to property, collecting the income therefrom, and remitting the entire amount thereof, no less frequently than annually, less expenses, to CHARLEE FAMILY CARE SERVICES OF CENTRAL FLORIDA, INC., a not-for-profit Florida corporation, and an organization described by § 501(c)(3) of the Internal Revenue Code of 1986. To the extent consistent therewith, the corporation shall be entitled to engage in such additional activities as are permitted by law and as may be necessary in furtherance of its non-profit purposes.

Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under § 501(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual. No substantial part of the activities of the corporation shall consist of lobbying, or attempts to influence legislation by propaganda or otherwise.

Article 3: Members

The corporation shall not have members.

Article 4: Term of Existence

The duration of the corporation shall be perpetual.

Article 5: Board of Directors

The affairs of the corporation shall be managed by a Board of Directors which shall consist of at least three (3) and not more than fifteen (15) members. The method of election of directors shall be as stated in the bylaws of the corporation, except that all directors shall be appointed by CHARLEE FAMILY CARE SERVICES OF CENTRAL FLORIDA, INC., a not-for-profit corporation organized under the laws of Florida

Article 6: Distribution of Assets Upon Dissolution

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of applicable jurisdiction of 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 7: Incorporator

The name and address of the incorporator of the corporation is as follows:

Randall C. Smith, Esquire
200 North Thornton Avenue
Orlando, Florida 32801

Article 8: Principal Office and Mailing Address

The initial principal office and mailing address of the corporation is as follows:

11875 High Tech Avenue
Suite 200
Orlando, Florida 32817

Article 9: Initial Registered Agent and Office

The street address of the registered office of the corporation and the name of the initial registered agent at that address are as follows:

Randall C. Smith, Esquire
200 North Thornton Avenue
Orlando, Florida 32801

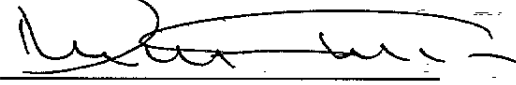
Article 10: Bylaws of the Corporation

The board of directors of the corporation shall have the sole power to establish, enact, alter, and repeal bylaws for the management of the corporation, and the duties of the officers of the corporation shall be as prescribed by such by-laws.

Article 11: Amendment

These Articles may be amended in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal, this 15th day of May, 1999.

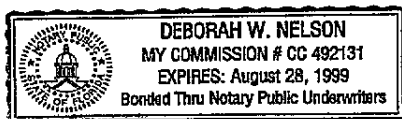

Randall C. Smith, Incorporator


STATE OF FLORIDA)
)
COUNTY OF ORANGE)

ss:

Before me the undersigned officer, on this 15th day of May, 1999, personally appeared _____, personally well known to me or satisfactorily identified by production of a Florida drivers license to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and in the capacity therein stated and, under the penalties of perjury that the contents thereof are true to the best of his knowledge, information, and belief.

[Seal]




Notary Public
My Commission Expires:

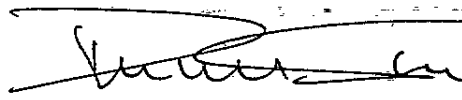
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAME OF REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

This certificate is submitted in compliance with F. S. §§ 48.091 and 607.0501(3):

THORNHILL ENTERPRISES OF CENTRAL FLORIDA, INC., desiring to organize as a corporation under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, names the following person as its Registered Agent to accept service of process within this State: Randall C. Smith, 200 North Thornton Avenue, Orlando, Orange County, Florida 32801.

Acknowledgment

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby state that I am familiar with and accept the obligations of the position, and that I agree to act in this capacity and to comply with the provisions of the said statute relative to keeping open said office.



Randall C. Smith
200 North Thornton Avenue
Orlando, Florida 32801

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