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December 14, 2000

### CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Volusia/Flagler Substance Abuse Coordinating Council Inc.

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# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 14, 2000

UCC FILING & SEARCH SERVICES, INC

TALLAHASSEE, FL

SUBJECT: VOLUSIA/FLAGLER SUBSTANCE ABUSE COORDINATING

COUNCIL, INC.

Ref. Number: N99000004889

We have received your document for VOLUSIA/FLAGLER SUBSTANCE ABUSE COORDINATING COUNCIL, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The amended and restated articles you are trying to file must be pursuant to the correct statute number of 617.0201, 617.1007. Please make corrections and return for filing.

Please return 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) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 200A00063045

#### AMENDED AND RESTATED

#### ARTICLES OF INCORPORATION

**OF** 

## VOLUSIA/FLAGLER SUBSTANCE ABUSE COORDINATING COUNCIL, THE

#### A Florida Corporation

Pursuant to the provisions of Section 617.1007, Florida Statutes, and pursuant to a resolution duly adopted by the Board of Directors, Volusia/Flagler Substance Abuse Coordinating Council, Inc. hereby adopts the following Amended and Restated Articles of Incorporation, which amend and restate each of the provisions of the original Articles of Incorporation filed with the Secretary of State of Florida on August 16, 1999:

#### ARTICLE I NAME

The name of this corporation is: VOLUSIA/FLAGLER SUBSTANCE ABUSE COORDINATING COUNCIL, INC.

#### ARTICLE II DURATION

The duration of this corporation is perpetual.

#### ARTICLE III GENERAL PURPOSES

The general nature and purpose of this corporation shall be exclusively charitable in nature, to wit: To engage exclusively in activities for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), and within these restrictions, to engage in activities including but not limited to the following:

1. To operate exclusively for charitable and educational purposes, in cooperation with the Florida Department of Children and Families, District 12, related to the development and delivery of high quality substance abuse treatment and prevention services, to all residents in the community at the lowest possible cost. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) or (b) by a corporation, contributions to

which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

- 2. To employ, contract for, or otherwise obtain the services of agents to perform all services required in the connection with the carrying out of its aforesaid purposes.
- 3. To borrow money, to contract debts when necessary in the transaction of its business or for the exercise of its corporate rights, privileges, or franchises, or for any other lawful purpose of its incorporation; to issue, from time to time, bonds, promissory notes, Bills of Exchange, debentures, and other obligations and evidences of indebtedness, secured or unsecured, payable at a specified time or times, or payable upon the happening of a specified event or events, for monies borrowed, or in payment for property acquired, or for any of the other objects or purposes of the corporation.
- 4. To have one or more offices, and to conduct its business and promote its objectives within the State of Florida without restriction as to place or manner.
- 5. To sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property, rights, privileges, franchises and other assets.
- 6. To purchase, take, receive, subscribe for or otherwise acquire, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with shares and other interests or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of the United States, or any other government, state, territory, governmental district, municipality or of any instrumentality thereof.
- 7. To purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real and personal property, or any interest therein, in its own right, as Trustee, or in any other fiduciary capacity, wheresoever situated.
- 8. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- 9. To do all and everything necessary or appropriate for the accomplishment of any of its purposes or of any of its objects, the furtherance of the powers enumerated in this Charter or any amendment thereof, or necessary or incidental to the protection and benefit of the corporation as principal, agent, Trustee, or otherwise.
- 10. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its trustees, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
- 11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner as the Board of Directors shall determine, or to such organization or organizations organized

and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

### ARTICLE IV QUALIFICATION OF MEMBERS

The membership of this organization shall constitute all persons named as subscribers, directors, and other such persons as may be designated by the Board of Directors.

## ARTICLE V PRINCIPAL OFFICE AND REGISTERED AGENT

The street address and principal office of the corporation is 245 South Amelia Avenue, DeLand, Florida 32724. The name and address of the registered agent of the corporation is Astrid de Parry, P.A., 107 East Church Street, DeLand, Florida 32724.

#### ARTICLE VI BOARD OF DIRECTORS

The method of election and number of directors shall be as stated in the by-laws of the corporation.

IN WITNESS WHEREOF, the undersigned President does hereby execute these Amended and Restated Articles of Incorporation, this 26 day of October, 2000.

nn Simmons, President

STATE OF FLORIDA COUNTY OF VOLUSIA

Notary Public, State of Florida My Comm. Exp. Feb. 23, 2003 Comm. No. CC 805089

Print: Deborah Bixler

State of Florida At Large

(Seal)

My Commission Expires: 2/23/03

Title/Rank:

Commission Number: CC 805089