

CAPITAL CONNECTION, INC.

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

N99000006949

Citizen Review Panels
for Hillsborough
Children, Inc

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LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
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Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
✓ Annual Report / Reinstatement _____
Cert. Copy _____
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Certificate of Good Standing _____
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Certificate of Fictitious Name _____
Corp Record Search _____
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Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 24, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET, STE.1
TALLAHASSEE, FL 32302

SUBJECT: CITIZEN REVIEW PANELS FOR HILLSBOROUGH CHILDREN,
INC.
Ref. Number: W99000027030

We have received your document for CITIZEN REVIEW PANELS FOR
HILLSBOROUGH CHILDREN, INC.. However, the document has not been filed
and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I
hereby am familiar with and accept the duties and responsibilities as Registered
Agent.")

The registered agent must sign accepting the designation.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 899A00056194

**ARTICLES OF INCORPORATION OF
CITIZEN REVIEW PANELS FOR HILLSBOROUGH CHILDREN, Inc.**

A Florida Corporation Not for Profit

The undersigned incorporator, a natural person competent to contract, hereby files these Articles of Incorporation in order to form a non-stock, perpetually existing corporation not for profit pursuant to Chapter 617, Florida Statutes.

**ARTICLE I
NAME**

The name of this corporation shall be CITIZEN REVIEW PANELS FOR HILLSBOROUGH CHILDREN, INC.

**ARTICLE II
PURPOSES**

Section 1. The Corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code").

Section 2. Without in any way limiting the foregoing general purposes, the specific purpose of the Corporation is to organize and administer one or more citizen panels for review of child dependency cases in the State of Florida; to promote legislation to permit citizen review of child dependency cases in the State of Florida; and to promote citizen review of child dependency cases as a means of improving the quality of substitute care for dependent children in the State of Florida.

Section 3. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Section 4. The Corporation shall not engage in investments or conduct other activities which would cause the Corporation to become a private foundation, as such term is defined in Section 509 of the Code.

Section 5. The Corporation shall not accept contributions from any entity or person in an amount or of a type that would cause the Corporation to become a private foundation, as such term is defined in Section 509 of the Code.

Section 6. The Corporation shall not participate to any extent in any political campaign for or against any candidate for public office.

Section 7. The Corporation shall not allow any part of its income to inure to the benefit of directors, officers, or members of the Corporation, or to any other individuals except as reasonable compensation for services rendered which are unrelated to Board duties.

ARTICLE III **DISSOLUTION**

Upon the dissolution of the Corporation, the Members of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all residual assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Sections 501(c)(3) and 170(c)(2) of the Code or corresponding sections or any prior or future Code or to the federal state or local government exclusively for public purposes. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such charitable purposes, or to such organization or organizations organized and operated exclusively for such charitable purposes, as said court shall determine.

ARTICLE IV **INCORPORATOR**

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

Charles R. Fletcher
101 E. Kennedy Boulevard
Suite 3400
Tampa, Florida 33602

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
NONSTOCK CORPORATION

This Corporation shall not have or issue shares of stock, however, it may have and issue membership certificates which shall state prominently on the face of such certificate that such certificates are not transferable and that the Corporation is a not for profit corporation.

ARTICLE VII
MEMBERSHIP

The membership of the Corporation shall be open to all persons regardless of race, color, creed, sex or national origin and shall consist of two classes as follows:

- (a) Voting Members - which shall include the persons constituting the initial Board of Directors and such additional persons as they may by majority vote elect; and
- (b) Supporting Members - which shall include all members that are not Voting Members.

The qualifications for Membership and the manner of admission to Membership shall be governed and regulated by the Bylaws of the Corporation.

ARTICLE VIII
BOARD OF DIRECTORS

Section 1. The business and affairs of this Corporation shall be managed by a Board of Directors, whose members are referred to herein as Directors.

Section 2. The names and addresses of the persons who are to serve as the initial Directors of the Corporation are:

Marguerite Rich
4522 Woodmere Road
Tampa, Florida 33609

The Honorable Don Castor
4140 Northmeadow Circle
Tampa, Florida 33624

Norman Campbell
14522 Wessex Street
Tampa, Florida 33625

Mercedes Karl
867 Seddon Cove Way
Tampa, Florida 33602

Charles R. Fletcher
101 E. Kennedy Boulevard
Suite 3400
Tampa, Florida 33602

Jeanne Trudeau Tate
418 W. Platt Street
Suite B
Tampa, Florida 33606

ARTICLE IX **OFFICERS**

Section 1. The officers of the Corporation shall include a President, a Vice-President, a Secretary, and a Treasurer. The Corporation may have additional officers as may be designated by the Bylaws.

Section 2. The officers shall have such powers and responsibilities and shall be elected, removed and hold office as provided in the Bylaws.

ARTICLE X **REGISTERED OFFICE AND AGENT**

Section 1. The street address of the registered office of this Corporation is: 101 East Kennedy Boulevard, Suite 3400, Tampa, Florida 33602.

Section 2. The name of the registered agent of this Corporation located at the address of the registered office is Charles R. Fletcher.

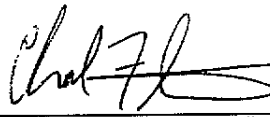
ARTICLE XI **BYLAWS**

The power to adopt, alter, amend or repeal Bylaws for the Corporation shall be vested only in the directors, as more specifically provided in the Bylaws.

ARTICLE XII
AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the Voting Members in accordance with the procedure set forth in Chapter 617 of the Florida Statutes, as amended. These Articles, however, pertaining to dissolution of the corporation shall not be amended in such a way as to allow or cause any member (unless such member is exempt from taxation under Section 501(3)(c) of the Code), director, or officer to share in any of the Corporation's assets. Any amendment to these Articles may not contain any provision that would be unlawful at the time of such amendment.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 23 day of November, 1999.




Charles R. Fletcher

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

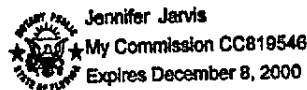
I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Marguerite Rich, to me well known and well know to me to be the person who executed the foregoing Articles of Incorporation of Florida Foster Care Review Project of Hillsborough County, Inc. and acknowledged before me that she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have unto set my hand and affixed my official seal on this 23 day of November, 1999.



Notary Public
State of Florida

My Commission expires:



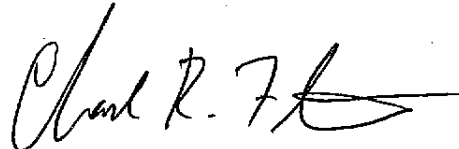
CERTIFICATION OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is Citizen Review Panels for Hillsborough Children, Inc.
2. The name and street address of the registered agent and office is Charles R. Fletcher, 101 E. Kennedy Boulevard, Suite 3400, Tampa, Florida 33602.

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.



Charles R. Fletcher

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TALLAHASSEE FLORIDA