

HOOPER, LUNDY & BOOKMAN, INC.

LAWYERS

ROBERT W. LUNDY, JR.
PATRIC HOOPER
LLOYD A. BOOKMAN
W. BRADLEY TULLY
JOHN R. HELLOW
ANGELA A. MICKELSON
LAURENCE D. GETZOFF
DOUGLAS S. CUMMING
JAY N. HARTZ
TODD E. SWANSON
PATRICIA H. WIRTH
BYRON J. GROSS
GILFORD M. EASTHAM
ELAINE R. LEVIN*
ROBIN J. HUMPHRIES
GINA REESE
DAVID P. HENNINGER*

WATT PLAZA, SUITE 1600
1875 CENTURY PARK EAST
LOS ANGELES, CALIFORNIA 90067-2799
TELEPHONE (310) 551-8111
FACSIMILE (310) 551-8181

SACRAMENTO OFFICE
400 CAPITOL MALL, SUITE 2400
SACRAMENTO, CALIFORNIA 95814
TELEPHONE (916) 447-0203
FACSIMILE (916) 447-0502

October 8, 1992

WRITER'S DIRECT DIAL NUMBER

(310) 551-8135

*ALSO ADMITTED IN THE STATE OF NEW YORK
*ALSO ADMITTED IN THE STATE OF MARYLAND

VIA FEDERAL EXPRESS

Joy Midman
Executive Director
National Assn. Psychiatric Treatment Centers
for Children (NAPTCC)
2920 Brandywine St., N.W.
Washington, DC 20008

Re: 501(c)(6) Corporation

Dear Joy:

Enclosed for your records is a copy of the Articles of Incorporation of National Association of Psychiatric Treatment Centers for Children which have been certified by the Department of Consumer and Regulatory Affairs, Business Regulation Administration of the District of Columbia. NAPTCC was incorporated on September 4, 1992, under the District of Columbia Nonprofit Corporation Act.

Please keep this certified copy of the Articles of Incorporation with the organizational documents and board minutes for the new 501(c)(6) Washington, DC corporation. If you have any questions or if I can be of further assistance, please contact me.

Very truly yours,



Elaine R. Levin

ERL/lh

ARTICLES OF INCORPORATION
OF
NATIONAL ASSOCIATION OF PSYCHIATRIC TREATMENT
CENTERS FOR CHILDREN

TO: Department of Consumer and Regulatory Affairs, Business Regulation Administration, Corporations Division, 614 H Street, N.W., Washington, D.C. 20001

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the NONPROFIT CORPORATION ACT (D.C. Code, 1981 edition, Title 29, Chapter 5), adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is National Association of Psychiatric Treatment Centers for Children.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose for which the corporation is organized is to operate a business league and trade association, organized under the District of Columbia Nonprofit Corporation Act, to promote excellence in the care, delivery, accountability and cost effectiveness of psychiatric services to America's youth whose treatment needs can best be served in psychiatric treatment centers; and to improve the business conditions in the industry and advance the interests of the community by promoting and supporting standards, advocacy, educational programs, marketing and research designed to ensure the efficiency, effectiveness and accountability to children and families, to the public and to the funders of care provided in psychiatric treatment centers; and to accomplish such goals through lobbying and educational efforts.

The corporation is organized as an exempt organization within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law). The corporation is not organized for profit and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make payments and distributions in furtherance of the purposes set forth in Article III hereof and, upon dissolution or final liquidation, to make distributions as permitted by the District of Columbia Nonprofit Corporation Act.

FILED

SEP - 4 1992

BY: _____
pej

ARTICLE IV

The corporation shall have Full Members, and one or more classes of other members, as may be specified from time to time in the Bylaws of the Corporation. The number of classes of members, the designation of such class or classes, the manner of election or appointment and the qualifications and rights of the members of each class shall be provided in the Bylaws of the corporation. Only Full Members shall have the right to vote. Each Full Member shall have one vote on any matter to be voted upon by the members of the corporation. There is no cumulative voting for directors or on any matter.

ARTICLE V

The number of directors constituting the initial board of directors is ten. The names and addresses of the persons who are to serve as the initial directors until the first annual meeting of the corporation or until their successors are elected and qualified are:

Richard Rodman	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Richard Bigelow	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Daniel H. Cook	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
James Spicer	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Lenard J. Lexier	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Janet Niemi Chubb	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Edward C. Morton, Jr.	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Debbie Strzelecki	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Malcolm Harriman	2000 L Street, N.W., Suite 200 Washington, D.C. 20036
Earl Kelly	2000 L Street, N.W., Suite 200 Washington, D.C. 20036

Thereafter, the directors shall be divided into classes and elected or appointed in the manner provided in the Bylaws of the corporation.

A change in the number of directors shall be made in accordance with the Bylaws of the corporation.

ARTICLE VI

The address of the initial registered office of the corporation is 2920 Brandywine Street, N.W., Washington, D.C. 20008. The name of the initial registered agent at such address is Joy Midman.

ARTICLE VII

The name and address of each of the incorporators of the corporation is as follows:

Joy Midman	2920 Brandywine Street, N.W. Washington, D.C. 20008
Lanny Morrison	2920 Brandywine Street, N.W. Washington, D.C. 20008
William Maughan	2920 Brandywine Street, N.W. Washington, D.C. 20008

ARTICLE VIII

The corporation shall indemnify any and all of its directors or officers or former directors or former officers, and any person who may have served at the corporation's request as a director or officer of another corporation, whether for profit or not for profit, against expenses actually and necessarily incurred by such person in connection with the defense of any action, suit or proceeding in which such person is made a party by reason of being or having been such director or officer, except in relation to matters as to which such person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of a duty. Such indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled, under any bylaw, agreement, vote of Board of Directors or members, or otherwise.

ARTICLE IX

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making adequate provision for the payment of all of the liabilities and obligations of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such persons or organizations, as the Board of Directors shall determine in accordance with the District of Columbia Nonprofit Corporation Act and Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

INCORPORATORS:

DATE: 9/2/92

Joy Midman
Joy Midman

Lanny Morrison
Lanny Morrison

William Maughan
William Maughan

I, Barbara H Geyer, a Notary Public, hereby certify that on the 2nd day of September, 1992, Joy Midman and William Maughan appeared before me and signed the foregoing document as incorporators, and have averred that the statements therein contained are true.

[Notary Seal]

Barbara H Geyer
Notary Public

I, Mary T. Carroll, a Notary Public, hereby certify that on the 2 day of September, 1992, Lanny Morrison appeared before me and signed the foregoing document as incorporator, and has averred that the statements therein contained are true.

[Notary Seal]

Mary T. Carroll
Notary Public

My Commission Expires December 14, 1996

 **IRS** Department of the Treasury
Internal Revenue Service
P.O. Box 9941
Ogden UT 84409

In reply refer to: 0424056113
Mar. 11, 2003 LTR 1224C
52-1797845 000000 00 000
01857

NATIONAL ASSOCIATION OF PSYCHIATRIC
% JOY MIDMAN
2920 BRANDYWINE ST NW
WASHINGTON DC 20008-2138204

*sent
3/18/03*

Taxpayer Identification Number: 52-1797845

Dear Taxpayer:

Thank you for your Form 941..

In order to change your name on our records, we must consider certain documents. Our records show that your organization is incorporated with the state. Please provide us with the articles of amendment along with proof of filing with the state.

Please send the requested information to the IRS address shown at the top of this letter. We should receive it within the next 30 days.

If you have any further questions about your organization's filing requirements, accounting period, or exempt status, please contact our Customer Service Site at 1-877-829-5500 (toll-free) between 8:00 AM and 6:30 PM ET.

Whenever you write, please include this letter and, in the spaces below, give us your telephone number with the hours we can reach you. Keep a copy of this letter for your records.

Telephone Number () _____ Hours _____

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

NATIONAL ASSOCIATION OF
PSYCHIATRIC TREATMENT CENTERS FOR CHILDREN

Pursuant to the provisions of the District of Columbia Non-Profit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation

FIRST: The name of the corporation is National Association of Psychiatric Treatment Centers for Children.

SECOND: The following amendment of the Articles of Incorporation was adopted in the manner prescribed by the District of Columbia Non-profit Corporation Act:

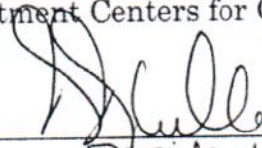
The corporate name of the association has been changed to:

NATIONAL ASSOCIATION FOR CHILDREN'S BEHAVIORAL HEALTH

THIRD: In accordance with the association's bylaws, and in the manner prescribed by the District of Columbia Non-profit Corporation Act, the amendment was recommended by the Board of Directors and presented to the membership for a vote by mail-in ballot. The name was unanimously adopted by all voting members of the association.

Date: 8/7/02

National Association of Psychiatric
Treatment Centers for Children

By: 
Title: President

ATTEST: Rosemarie Purtox
Secretary



NAPTCC

NATIONAL ASSOCIATION OF PSYCHIATRIC TREATMENT CENTERS FOR CHILDREN

1025 Connecticut Avenue, N.W., Suite 1012 • Washington, D.C. 20036 • (202) 857-9735 • FAX: (202) 362-5145 • E-MAIL: naptcc@aol.com

President

Denis D. McCarville
Uta Halee Girls Village, Inc.
Omaha, Nebraska

August 8, 2002

Vice President/President-Elect

Robert P. Sheehan
Boys and Girls Home
and Family Services, Inc.
Sioux City, Iowa

Department of Consumer and Regulatory Affairs
Business Regulation Administration
Corporation Division
941 North Capitol Street, N.E.
Washington, D.C. 20002

Secretary

Rosemarie Burton
Klingberg Family Centers, Inc.
New Britain, Connecticut

Treasurer

Charles M. Thompson
Colorado Boys Ranch Foundation
La Junta, Colorado

Immediate Past President

Earl P. Kelly
Orchard Place Child Guidance Center
Des Moines, Iowa

Directors:

James J. Casion
Baker Victory Services
Lackawanna, New York

Katherine W. Grego
New Hope Treatment Centers, Inc.
Summerville, South Carolina

Walter J. Grono
Deveraux Foundation
Villanova, Pennsylvania

Jim Maley
Alaska Children's Services
Anchorage, Alaska

Kay Seim
Seattle Children's Home
Seattle, Washington

Kevin P. Sheehan
Youth and Family Centered Services, Inc.
Austin, Texas

Directors At-Large

Elizabeth M. Chadwick
Deveraux Georgia Treatment Network
Kennesaw, Georgia

Mack Wigley
The Brown Schools
Austin, Texas

Executive Director


Joy Midman
Washington, D.C.

Dear Gentlepersons:

Enclosed please find three original copies of amendments to the articles of incorporation of the National Association of Psychiatric Treatment Centers for Children. The name of the organization was officially changed in accordance with our by-laws.

A filing fee of \$45.00 is enclosed. Please return a stamped copy to me for my files.

Thank you.


Joy Midman
Executive Director

Jm/om

AUG 13 2002

Promoting the availability and delivery of appropriate and relevant services
to children and youth with, or at risk of, serious emotional or behavioral disturbances
and their families

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

NATIONAL ASSOCIATION OF
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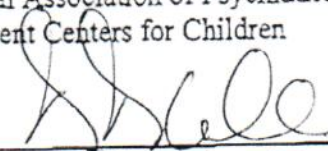
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Date: 6/3/02

National Association of Psychiatric
Treatment Centers for Children

By: 
Title: PRESIDENT

ATTEST: _____
Secretary

Jeanette Butzin 6/3/02

GENERAL NOTARY-STATE of Nebraska
JEANETTE J BUTZIN
MY COMM. EXPI. Aug 21, 2003