

TRANSMITTAL LETTER

N02000006441

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Jefferson County Educational Foundation,  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)  
INC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 AUG 23 PM 1:27

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Peter J. O'Donnell  
Name (Printed or typed)

97 CUMBERLAND Dr.  
Address

LAMONT, FL 32336  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

RECEIVED  
02 AUG 23 PM 4:34

500007321025--9  
-08/26/02--01001--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

NOTE: Please provide the original and one copy of the articles.

g8/23

ARTICLES OF INCORPORATION  
OF  
JEFFERSON COUNTY EDUCATIONAL FOUNDATION, INC.

(A Not-for-Profit Corporation)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 AUG 23 PM 4: 27

The undersigned, acting as incorporator of Jefferson County Educational Foundation, Inc. under Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation shall be Jefferson County Educational Foundation, Inc. (the "Corporation").

ARTICLE II

Purpose

The Corporation is organized solely for educational, charitable, and literary purposes, and not for pecuniary profit, and particularly for such educational, charitable, and literary purposes as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law. Within the scope of the foregoing, the Corporation is specifically organized to underwrite various educational incentive programs and facilities, to enhance educational opportunity for the children of Jefferson County, Florida, to inspire student interest and superior performance in the learning process, to empower students enrolled in the Jefferson County, Florida to optimize their higher education and career choices, and to engage in such other activities as are necessary, appropriate, incidental, or convenient to the furtherance of the foregoing stated purpose and permitted under the laws of Florida and of the United States.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's members, directors, or officers, or other private persons, unless such member, director, officer, or other private person is itself an organization qualified for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, except as reasonable compensation for services rendered to the Corporation or to make payments and distributions in furtherance of the purposes set forth in this Article II. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code of 1986), and the

Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

**ARTICLE III**  
**Term of Existence**

The Corporation shall have perpetual existence, unless these Articles of Incorporation are amended to provide for a different term of existence.

**ARTICLE IV**  
**Board of Directors**

The management of the Corporation shall be vested in a Board of Directors. The method of election of the Board of Directors shall be as stated in the Corporation's bylaws.

**ARTICLE V**  
**Registered Office and Agent**

The street address of the initial registered office of the Corporation is 97 Cumberland Drive, Lamont, FL 32336. The initial registered agent is Peter J. O'Donnell.

**ARTICLE VI**  
**Principal Office and Address**

The Corporation's initial mailing address and the address of the Corporation's principal office is 97 Cumberland Drive, Lamont, FL 32336.

**ARTICLE VII**  
**Incorporator**

The name and street address of the incorporator of the Corporation are Carl Hanks, 375 North Sunset Drive, Monticello, FL 32344...

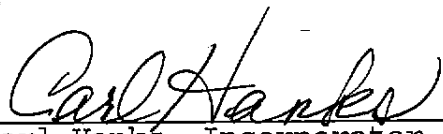
**ARTICLE VIII**  
**Amendment of Articles of Incorporation**

These Articles of Incorporation may be amended by the affirmative vote of a majority of the members of the Corporation's Board of Directors at a duly called meeting of the Board of Directors.

**ARTICLE IX**  
**Dissolution**

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, to be used exclusively for charitable, educational, and literary purposes that are compatible with the purposes of this Corporation. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County in which the principal office of the Corporation is then located, exclusively for such purposes, or to such organization or organizations as the Court determines that are organized and operated exclusively for such purposes.

The undersigned incorporator, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 2002.

  
\_\_\_\_\_  
Carl Hanks, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENTS UPON WHOM PROCESS MAY BE SERVED**

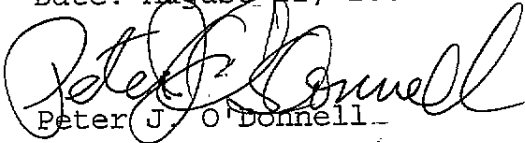
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

Jefferson County Educational Foundation, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 97 Cumberland Drive, Town of Lamont, County of Jefferson, State of Florida, has named Peter J. O'Donnell as its agent to accept service of process within this state. Peter J. O'Donnell's address is 97 Cumberland Drive, Lamont, FL 32336.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, we agree to act in that capacity and to comply with the provisions of Chapter 617, Florida Statutes, relative to keeping open the registered office.

Date: August 22, 2002

  
Peter J. O'Donnell

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 AUG 23 PM 4: 27