

TRANSMITTAL LETTER

No 20000007532

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

SUBJECT: APPLIED TECHNOLOGY ACCESS CENTER, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200006562542--6
-07/23/02--01010--001
*****78.75 *****78.75

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

ADDITIONAL COPY REQUIRED

FROM

John L. George

(Name of Person)

NET-COMMERCE SOLUTIONS, CORPORATION

(Firm/Company)

3213 Oleander Avenue

(Address)

Fort Pierce, Florida 34982

(City, State and Zip Code)

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

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10-2-02

Articles of Incorporation

Non-Profit Corporation

Articles of Incorporation for Applied Technology Access Center, Inc.

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapters 607 and 617, Florida Statutes, and we do hereby accept all of the rights, privileges, benefits, and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge, and file these Articles of Incorporation.

ARTICLE I - Applied Technology Access Center, Inc

3213 Oleander Avenue Fort Pierce, Florida

ARTICLE II - CORPORATE PURPOSE

Applied Technology Access Center (ATAC) is organized as a not for profit corporation exclusively for the purposes of providing charitable, educational and community development services to underserved rural and inner city communities in the State of Florida. The purpose of this organization is to bridge the digital chasm between the technological haves and have nots through the provision of leadership training, educational opportunities in technology applications, and the creation of community technology centers that stress the development of individual competencies and provide support for business applications, especially in minority populations, to further the goal of future parity in currently underserved areas of the community. ATAC will assist in planning, implementation, and expansion of technology based projects that benefit low and moderate income persons in education, social, health, cultural, housing to include: acquisition of real property, rehabilitation of residential and non-residential structures, relocation and demolition of real properties, and recreational needs as identified in communities.

This may include the distribution of funds to other organizations that qualify as 501 © (3) of the Internal Revenue code, or corresponding section of any future federal tax code.

ARTICLE III - MEMBERSHIP

Section 1. Eligibility. Any person shall be eligible for membership to this Corporation upon application to and approval as provided in the By-laws of the Corporation.

Section 2. Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as

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the Board of Directors may from time to time determine.
Section 3. Termination of Membership. Membership may be terminated by expulsion for a just cause or by resignation with thirty days prior written notice to the Board of Directors.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V - MANAGEMENT

Section 1. The Affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three and not more than nine persons. Directors shall be elected or removed in accordance with the procedure provided in the By-Laws.

Section 2. The Officers of the Corporation shall be a President, one or more Vice-Presidents, a Secretary, and a Treasurer. These officers shall be elected and shall hold office in the manner provided in by the By-laws of the Corporation.

ARTICLE VI - INITIAL OFFICERS AND DIRECTORS

Portia Faye George, President, Director
707 North 19th Street
Fort Pierce, FL 34950

Clarence Brown, Vice-President, Director
3103 Avenue R
Fort Pierce, FL 34947

Helga Snure, Director
531 SE West Virginia Drive
Port St. Lucie, FL 34983

James Kuczek, Director
168 Vindale
Fort Pierce, FL 34951

Sarah Lee George, Treasurer, Director
707 North 19th Street
Fort Pierce, FL 34950

Mary Ellis, Secretary, Director
2112 Vixen Ct.
Port St. Lucie, FL 34953

ARTICLE VII - BY-LAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The By-laws of the Corporation shall be made, altered, or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors, provided that notice thereof, which shall include the text of the By-laws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the By-laws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof, provided that notice thereof, which shall include the text of the change to the Articles of Incorporation, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to articles of Incorporation of non-profit corporations.

ARTICLE VIII - GENERAL

All income and assets of the Corporation above the necessary expenses shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers, or members. In addition, no part of the income of the Corporation shall be distributed to its members, directors, or incorporators; provided that the Corporation may pay in a reasonable amount to its members, directors, and officers for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE IX - SUBSCRIBERS

Portia Faye George, President, Director
707 North 19th Street
Fort Pierce, FL 34950

Mary Ellis, Secretary, Director
2112 Vixen Ct.
Port St. Lucie, FL 34953

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at

3213 Oleander Avenue Fort Pierce, Florida

and hereby designate and appoint Portia Faye George as the Registered Agent of the Corporation, to accept service of process within the State, to serve in such capacity until his successor is selected and duly designated.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer, director, or employee of the Corporation, or any former officer, director, or employee of the Corporation, to the full extent permitted and as set forth in the Florida General Corporation Act.

ARTICLE XII - PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities;
2. Allow any part of its net income to inure to the benefit of its officers, directors, or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes;
3. Participate to any extent in the political campaign for any candidate for public office;
4. Conduct any activities not permitted to be carried on by organizations exempt under 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE XIII - DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purposes set forth in Article II hereof in the event that the Corporation shall dissolve or otherwise terminate, subject to the provisions of Chapters 607 and 617, Florida Statutes; the Corporation shall distribute all its existing assets to one or more organizations which

themselves are exempt as organizations described in Sections 501(c)(3) and 107(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal Government, or to a State or Local Government for exclusive public purposes.

IN WITNESS WHEREOF, the undersigned have subscribed their names
under seal this 24th day of September, 2002

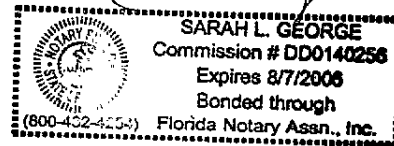
(Portia F. George) *Portia F. George DL# 6620666547940*
(Sarah Lee George)
(Mary Ellis) *Mary Ellis DL# E420583606360*

STATE OF FLORIDA
COUNTY OF St. Lucie.

BEFORE ME, the undersigned authority, personally appeared:
Portia George, Sarah George, Mary Ellis, to me
well known, and well known to me to be the persons described in
and who subscribed their names to the foregoing Articles of
Incorporation, and who acknowledged before me that they executed
such Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and State,
this 24th day of September, 2002.

(Signature of Notary Public - not readable) *Sarah L. George* 9/24/2002
State of Florida at Large
My commission expires: 8/7/2006



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered
Agent of APPLIED TECHNOLOGY ACCESS CENTER, INC which is contained
in the foregoing Articles of Incorporation.

Dated this 24th day of September, 2002
(Portia Faye George)
Portia Faye George
REGISTERED AGENT

Portia F. George