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FLORIDA NON-PROFIT CORPORATION

Partnership for the Financial Education, Inc.

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ARTICLES OF INCORPORATION OF

PARTNERSHIP FOR THE FINANCIAL EDUCATION, INC.

(a Florida corporation, not for profit)

The undersigned Incorporator to these Articles of Incorporation, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation to form a corporation, not for profit, pursuant to Chapter 617 of the Laws of the State of Florida.

ARTICLE I
Name and Location of Principal Office

The name of this corporation is PARTNERSHIP FOR THE FINANCIAL EDUCATION, INC., a Florida corporation, not for profit. Its principal office of business shall be at 1645 Palm Beach Lakes Blvd., Suite 1200, West Palm Beach, Florida 33401.

ARTICLE II
Term

This corporation shall exist perpetually until dissolved by due process of law.

ARTICLE III
Incorporator

The name and address of the Incorporator of the Articles of Incorporation is as follows:

Domenick R. Lioce
1645 Palm Beach Lakes Blvd., Suite 1200
West Palm Beach, FL 33401

ARTICLE IV
General Purpose

This corporation is formed exclusively for such assistance purposes as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

Within the scope of the foregoing, the corporation is specifically organized: To set up an endowment fund for Administration to assist in funding scholarships and budgetary needs relating to the Academy of Finance of the William T. Dwyer Community High School not provided for by the Palm Beach County School District.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign no behalf of any candidate for public office.

ARTICLE V
Activities Not Permitted

Notwithstanding any other provisions of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions to which are deductible under section 170(c) of the Internal Revenue Code of 1986, as amended, or any other corresponding provision of any future United States internal revenue law.

ARTICLE VI
Dedication and Distribution of Assets

No part of the net earnings of the corporation shall inure to the benefit of any Member, Director, or Officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes) and no Member, Director, or Officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific or educational organizations which would then qualify under the provisions of Section 501(c) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE VII

Management of Corporate Affairs

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation may be increased or diminished from time to time by the By-Laws but shall never be less than three (3).

The Directors named herein as the first Board of Directors shall hold office until the first meeting of Members at which time an election of Directors shall be held.

Directors shall be elected for such term as specified in the By-Laws of the corporation or until the next annual meeting of members following the election of Directors or until their successors are qualified.

Notwithstanding any other provision of this Article VII, the Board of Directors shall include all current members of the Advisory Board of the Academy of Finance at William T. Dwyer High School. The Board of Directors may also include any person approved by the Board of Directors and the Board of Directors reserves the right to remove any Director, with or without cause, that is not also a current member of the Advisory Board of the Academy of Finance.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all Members of the Board shall individually or collectively consent in writing to such action. Such written action consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first Members of the Board of Directors are as follows:

NAME	ADDRESS
Domenick R. Lioce, Chairman	1645 Palm Beach Lakes Blvd. Suite 1200 West Palm Beach, Florida 33401
Greg Torretta	Salomon Smith Barney 777 S. Flagler Avenue, Suite 800 West Palm Beach, Florida 33401
Douglas J. Bartolf	Banc One Securities 3399 PGA Boulevard Palm Beach Gardens, Florida 33410
Paul I. Cutler	Florida Power & Light P.O. Box 14000 Juno Beach, Florida 33408
Rob Flaherty	Ritz Carlton 103 Bears Golf Club & Spa Jupiter, Florida 33477
Karyl Neal	Moore, Ellrich & Neal 4400 PGA Boulevard, #400 Palm Beach Gardens, Florida 33410
Emanuel Newsome, Ph.D.	Vice President for Student Affairs Florida Atlantic University 777 Glades Road Boca Raton, Florida 33431
Steve Tochterman	7540 S.E. Teton Drive Hobe Sound, Florida 33455-7883

Jackie Finch	102 Woodsmuir Court Palm Beach Gardens, Florida 33418
Wanda Doumar	5840 Senegal Drive Jupiter, Florida 33458
Barbara Bush	5600 Pennock Point Road Jupiter, FL 33458
Gail Eissey	660 Lakeside Drive North Palm Beach, FL 33408
Donna Veres	15739 75th Way N Palm Beach Gardens, FL 33418
Jan Black	26 Thurston Dr. Palm Beach Gardens, FL 33418
Michele Aslanian	185 Thornton Dr. Palm Beach Gardens, FL 33418
Toni Mayfield	19990 Princewood Dr. Jupiter, FL 33458

b) Corporate Officers. The Board of Directors shall elect the following Officers: President, Vice President, Treasurer, and Secretary and such other Officers as the By-Laws of this corporation may authorize, from time to time, the Directors to elect. Initially, such Officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

NAME	OFFICE	ADDRESS
Domenick R. Lioce	President/Secretary	1645 Palm Beach Lakes Blvd. Suite 1200 West Palm Beach, Florida 33401
Greg Torretta	Vice President	c/o Salomon Smith Barney 777 South Flagler Avenue Suite 800 West Palm Beach, Florida 33401

Jackie Finch	Vice President	102 Woodsmuir Court Palm Beach Gardens, Florida 33418
Wanda Doumar	Vice President	5840 Senegal Drive Jupiter, Florida 33458
Douglas J. Bartolf	Treasurer	Banc One Securities 3399 PGA Boulevard Palm Beach Gardens, Florida 33410

c) Executive Committee. The Board of Directors shall elect the following individuals as members of the Executive Committee. Initially, such members shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as members:

NAME	ADDRESS
Domenick R. Lioce, Chairman	1645 Palm Beach Lakes Blvd. Suite 1200 West Palm Beach, Florida 33401
Greg Torretta	c/o Salomon Smith Barney 777 South Flagler Avenue Suite 800 West Palm Beach, Florida 33401
Jackie Finch	102 Woodsmuir Court Palm Beach Gardens, Florida 33418
Wanda Doumar	5840 Senegal Drive Jupiter, Florida 33458
Douglas J. Bartolf	Banc One Securities 3399 PGA Boulevard Palm Beach Gardens, Florida 33410

ARTICLE VIII

Indemnification

Every person who now is or hereafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he is or shall be made a party by reason of his being or having been a Director or Officer of the corporation (whether or not he is a Director or Officer of the corporation at the time he is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him) except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

ARTICLE IX
Membership

The membership of this corporation shall consist of all persons hereinafter qualified in accordance with the corporation by laws and the actions and resolutions of the Board of Directors. The Directors shall from time to time prescribe the form and manner in which application may be made for membership. The authorized number of members of the corporation, the different classes of membership (if any), voting and other rights and privileges of members, if any, and their liability for dues and assessments and the method of collection therefore shall be established by the Board of Directors.

ARTICLE X
Amendments to Articles of Incorporation

An amendment to these Articles of Incorporation may be proposed by any Member of the corporation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Board of Directors.

ARTICLE XI

Initial Registered Office and Agent

The name and address of the initial registered agent of this corporation is Domenick R. Lioce, 1645 Palm Beach Lakes Blvd., Suite 1200, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation on this 2d day of March, 2004, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

DOMENICK R. LIOCE, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE IN ARTICLE XII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES.

DATED THIS 2d DAY OF MARCH, 2004.

DOMENICK R. LIOCE, Registered Agent

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this 2nd day of March, 2004, personally appeared before me, an officer, duly authorized to administer oaths and take acknowledgements, DOMENICK R. LIOCE, to me well known and known to me to be the individual described in and who executed the foregoing instrument as Incorporator to the Articles of Incorporation of PARTNERSHIP FOR THE FINANCIAL EDUCATION, INC., and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at West Palm Beach, Florida, the day and year last written.

(SEAL)

Notary Public, State of Florida
Print Name: ______
My Commission Expires: ______

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TALLAHASSEE, FLORIDA

BRIDGET M. POWERS
MY COMMISSION # DD 048588
EXPIRES: December 9, 2005
Bonded Thru Notary Public Underwriters

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