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**SLAYMAKER AND NELSON, P.A.**

Attorneys at Law

THOMAS E. SLAYMAKER - JOHN A. NELSON

In Reply Please Respond To:

X 2218 Highway 44 West  
Inverness, Florida 34453  
Telephone: (352) 726-6129  
Telefax: (352) 726-0223

June 12, 1996

( ) 6013 South Suncoast Boulevard  
Homosassa, Florida 34446  
Telephone: (352) 628-1204  
Telefax: (352) 628-4668

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RECEIVED  
JUN 13 1996  
TALLAHASSEE, FL  
8341 11 31 1996

**RE: PASCO-HERNANDO JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD, INC.**

To Whom It May Concern:

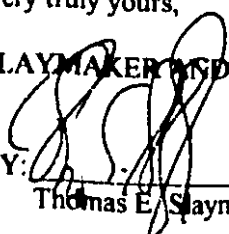
Please find enclosed, for filing with your office, Articles of Incorporation and Designation of Resident Agent for **PASCO-HERNANDO JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD, INC.** Our check in the amount of \$122.50 representing the filing fee, certified copy and registered agent designation is also enclosed.

Thank you for your attention in this regard and should you have any questions please contact us.

Very truly yours,

SLAYMAKER AND NELSON, P.A.

BY:

  
Thomas E. Slaymaker, Esquire

dld:TES  
Enclosures

BROWN JUN 14 1996

**ARTICLES OF INCORPORATION  
OF  
PASCO-HERNANDO JOBS AND EDUCATION  
PARTNERSHIP REGIONAL BOARD, INC.  
A Florida Corporation Not For Profit**

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The undersigned, acting as the incorporators of **PASCO-HERNANDO JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD, INC.**, adopt the following Articles of Incorporation:

**ARTICLE I - NAME OF CORPORATION:** The name of the Corporation is **PASCO-HERNANDO JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD, INC.**

**ARTICLE II - COMMENCEMENT OF EXISTENCE:** The existence of the Corporation will commence on the date of filing these Articles of Incorporation.

**ARTICLE III - PURPOSE:** This Corporation is organized to promote and enhance the productive education and employment of individuals residing in Pasco and Hernando counties and may engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV-** The qualifications for members of this Corporation and the manner of their admission to membership shall be as regulated by the laws.

**ARTICLE V -TERM:** The Corporation shall have perpetual existence.

**ARTICLE VI-CORPORATE NATURE:** This Corporation shall not issue stock. No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article. Notwithstanding any other provision of these articles, this Corporation shall not engage in any violations of Florida Law, and shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, or by incorporation, contributions which are deductible under the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Code. On the dissolution of this Corporation, the Board of Directors shall disclose of all of the assets of the Corporation, exclusively for the purposes of this Corporation or to an organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt under the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. Such disposition of assets may take place only after paying or making provisions for the payment of all liabilities of this Corporation. Any assets not so disposed of shall be disposed of by a

court of competent jurisdiction in the county where the principal office of this Corporation is then located exclusively in a manner provided by Florida Law.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT:** The street address of the initial registered office of the Corporation is 2218 Highway 44 West, Inverness, Florida 34453 and the name of the Corporation's initial registered agent is Thomas E. Slaymaker, Esquire.

**ARTICLE VIII - PRINCIPAL OFFICE:** The street address of the principal office of the Corporation is 19205 Cortez Boulevard, Brooksville, Florida 34601.

**ARTICLE IX - INCORPORATORS:** The names and addresses of the original incorporators of this Corporation are as follows:

Roseanne M. Smithwick, (Chairman)  
P.O. Box 923  
Port Richey, Florida 34673

Tom Paulk, (Vice Chairman)  
18340 Lake Lindsey Road  
Brooksville, Florida 34601

Emile Laurino, (Secretary)  
5532 Auld Lane  
Holiday, Florida 34690

**ARTICLE X - INITIAL BOARD OF DIRECTORS:** The Corporation shall initially have three (3) Directors. The number of Directors may be either increased or decreased from time to time, as provided in the bylaws, but never shall be less than one (1). The names and addresses of the initial Directors are:

Roseanne M. Smithwick, (Chairman)  
P.O. Box 923  
Port Richey, Florida 34673

Tom Paulk, (Vice Chairman)  
18340 Lake Lindsey Road  
Brooksville, Florida 34601

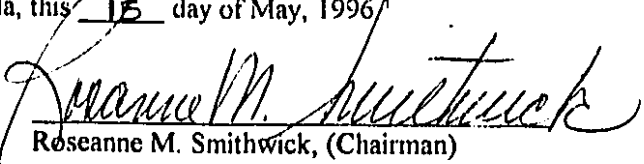
Emile Laurino, (Secretary)  
5532 Auld Lane  
Holiday, Florida 34690

**ARTICLE XI - BYLAWS:** The Board of Directors of this Corporation may provide such by laws

for the conduct of the activities and business of the Corporation and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the by laws may be amended, altered, or rescinded by a two thirds (2/3) vote of those members of the Board of Directors present at any regular meeting of the Board of Directors or any special meeting of the Board of Directors called for that purpose.

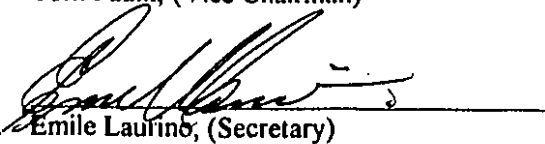
**ARTICLE XII - AMENDMENTS:** The Corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles of Incorporation in the manner prescribed by law. These Articles may be amended by the approval of a two-thirds (2/3) vote of those members of the Board of Directors, present at any regular meeting or special meeting called for that purpose.

**IN WITNESS WHEREOF,** the undersigned incorporators have executed these Articles of Incorporation at Dade City, Pasco, County, Florida, this 15 day of May, 1996.

  
Roseanne M. Smithwick, (Chairman)

See attached page containing signature  
of Tom Paulk

Tom Paulk, (Vice Chairman)

  
Emile Laurino, (Secretary)

**NOTARY ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF PASCO

Before me, the undersigned authority, personally appeared Roseanne M. Smithwick, ~~Tom Paulk~~, and Emile Laurino, who are well known to me to be the persons described and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Dade City, Pasco County, Florida this 15 day of May, 1996.

  
Notary Public

Notary Public, State of Florida  
JOELLYN ROOKS CHANCEY  
My Commission Exp. June 30, 1997  
Comm. No. CC 289226

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Brooksville, Hernando County, Florida, this 22<sup>nd</sup> day of May, 1996.

Tom Paulk  
Tom Paulk, (Vice Chairman)

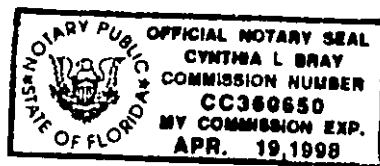
**NOTARY ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF HERNANDO

Before me, the undersigned authority, personally appeared Tom Paulk, who is well known to me to be the person described and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Brooksville, Hernando County, Florida this 22<sup>nd</sup> day of May, 1996

Cynthia L. Bray  
Notary Public  
CYNTHIA L. BRAY



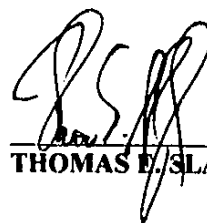
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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Pursuant to Section 607.0501 of the Florida Statutes, **PASCO-HERNANDO JOBS AND  
EDUCATION PARTNERSHIP REGIONAL BOARD, INC.**, desiring to organize under the laws  
of the State of Florida, does hereby name **Thomas E. Slaymaker**, and whose business address is  
2218 Highway 44 West, Inverness, Florida 34453 as its agent to accept service of process within the  
State of Florida.

Having been named to accept service of process for the above named corporation at the place  
so designated, I, **THOMAS E. SLAYMAKER**, do hereby accept appointment in such capacity and  
agree to comply with the provision of Chapter 607 of the Florida Statutes, relative to keeping open  
said office. I further certify that I am familiar with, and accept, the obligations provided for in  
Section 607.0505 of the Florida Statutes.

Dated this 12th day of June, 1996.



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**THOMAS E. SLAYMAKER**