

N97000006302

TRANSMITTAL LETTER

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

SUBJECT: Public Interest Loan Repayment Assistance
(Proposed corporate name - must include suffix)
Program, Inc.

800002333138--4
-10/29/97--01112--015
*****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

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Adan S. Golduan
Name (Printed or typed)

6150 Gulfport Blvd. #207
Address

St. Petersburg, FL 33707
City, State & Zip

(813) 343-9074
Daytime Telephone number

~~W97-24732~~

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV - 7 PM 1:03

FILED

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

97-11-7-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 30, 1997

ADAM S. GOLDMAN
6150 GULFPORT BLVD. #207
ST. PETERSBURG, FL 33707

SUBJECT: PUBLIC INTEREST LOAN REPAYMENT ASSISTANCE PROGRAM,
INC.
Ref. Number: W97000024722

We have received your document for PUBLIC INTEREST LOAN REPAYMENT ASSISTANCE PROGRAM, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

PLEASE ELIMINATE THE FICTITIOUS NAME FROM YOUR ARTICLES OF INCORPORATION. SEE THE PACKET I'VE SUPPLIED YOU FOR YOUR "FIC" NAME.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

John Nedeau
Document Specialist

Letter Number: 897A00052735

FILED
97 NOV - 7 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PUBLIC INTEREST LOAN REPAYMENT ASSISTANCE PROGRAM, INC.

The undersigned, acting as incorporator of PUBLIC INTEREST LOAN REPAYMENT ASSISTANCE PROGRAM, INC. under the Florida General Corporation Act, subscribes to the following Articles of Incorporation.

ARTICLE I
Name and Address

The name of the Corporation is PUBLIC INTEREST LOAN REPAYMENT ASSISTANCE PROGRAM, INC. The principal office and mailing address of the corporation is P.O. Box 530134, St. Petersburg, FL 33747.

ARTICLE II
Corporate Nature

This is a nonprofit corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not for Profit Act set forth in Chapter 617 of the Florida Statutes.

ARTICLE III
Term of Existence

Corporate existence shall commence upon filing of the Articles of Incorporation by the Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE IV
Purpose

The specific and primary purposes for which this Corporation is formed are:

A. For the advancement of the public interest law employment sector by encouraging recent law school graduates with substantial monthly legal education loan payments to pursue public interest law as a career, given the relatively low starting salaries of new public interest attorneys.

B. To assist graduates of law schools within the State of Florida by repaying a portion of his/her legal education loans, excluding private loans from friends or family, as long as he/she is employed in a qualified public interest law firm, organization, or entity, and his/her annual salary does not exceed \$30,000. Accordingly, he/she is under a moral obligation to reimburse PUBLIC INTEREST LOAN REPAYMENT ASSISTANCE PROGRAM for any assistance received. All

earnings received by PUBLIC INTEREST LOAN REPAYMENT ASSISTANCE PROGRAM, Inc. will be funded by tax deductible charitable contributions from private donors, with the goal of raising a \$2 million endowment. The principle will be invested and the source of the repayment assistance will be derived from the interest earned.

ARTICLE V
Stock

This Corporation is organized under a non-stock basis.

ARTICLE VI
Initial Registered Office and Agent and Corporate Address

The street address of the initial registered office of the Corporation is Stetson University College of Law, 1401 61st Street South, St. Petersburg, FL 33707-3299 and the name of the initial registered agent at such address is I. Richard Gershon. The registered office is located at the same address as the Corporation's principal office and the mailing address is the same.

ARTICLE VII
Board of Directors

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than four (4) persons. The manner in which the directors are elected is contained in the Bylaws of the Corporation. The names and street addresses of the initial directors of the Corporation, who shall serve until their successors are duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Stacey Klein	2024 Blue Hawk Ct. # 1823 Clearwater, FL 34622
William Baumann	13596 Feather Sound Cir. W. Apt.# 2110 Clearwater, FL 33762
Camille Blanton	100 Edgewater Dr. #234 Coral Gables, FL 33133

ARTICLE VIII
Earnings and Activities of Corporation

A. 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 and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other 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 (or the corresponding provision 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 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE IX
Distribution of Assets

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities 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 organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any further United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X

Membership

The qualification for members and the manner of their admission shall be regulated by the Bylaws for this Corporation.

ARTICLE XI

Incorporators

The name and address of the incorporator-subscriber is:

Adam S. Goldman

6150 Gulfport Blvd. #207
St. Petersburg, FL 33707

ARTICLE XII

Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, Bylaws of this Corporation may be made, altered, amended, or rescinded, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth in the Bylaws.

ARTICLE XIII

Dedication of Assets

The property of this Corporation is irrevocably dedicated to the advancement of public interest legal employment, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual

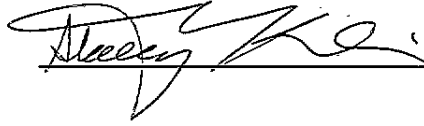
ARTICLE XIV

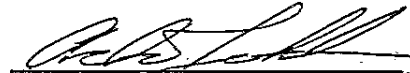
Amendments of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this Corporation.

IN WITNESS WHEREOF, we, the undersigned subscribers and incorporators of this Corporation, for the purpose of forming this nonprofit Corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 23 day of Oct., 1997.

WITNESSES:





Adam S. Goldman
Subscriber

STATE OF FLORIDA)

COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared Adam S. Goldman, known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23 day of October, 1997.



Notary Public

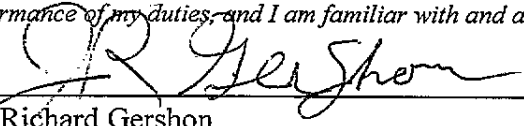


Patricia McCaolin
My Commission CC632427
Expires March 24, 2001

Print name

My Commission Expires:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

/s/ 

Date: 11/3/97

I. Richard Gershon
Initial Registered Agent.

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97 NOV -7 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA