MONOPORTION NOTE: THE PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

Robert A. Sugarman Howard S. Susskind David E. Robinson Kenneth R. Harrison, Sr. D. Marcus Braswell, Jr. 2801 Ponce De Leon Boulevard Suite 750 Coral Gables, Florida 33134 (305) 529-2801 Broward 763-2566 Toli Free 1-800-329-2122 Facsimile (305) 447-8115

May 3, 2001

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Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: North Florida Joint Training Association, Inc.

Dear Sir/Madam:

Enclosed please find original Articles of Incorporation for the North Florida Joint Training Association, Inc. Additionally, our firm is requesting certified copies of the articles and a Certificate of Status. Our firm's check in the amount of \$87.50 is enclosed.

Thank you for your prompt assistance in this matter.

Please feel free to contact the undersigned if you have any questions.

Yours truly,

MARCUS BRASWELL

MB/ld

Enclosures

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ARTICLES OF INCORPORATION

OF

NORTH FLORIDA JOINT TRAINING ASSOCIATION, INC.

<u>ARTICLE I – NAME</u>

The name of this nonprofit corporation is North Florida Joint Training Association, Inc.

The principal place of business shall be at 5437 Cassidy Road, Jacksonville, Florida, 32254.

ARTICLE II – DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III – PURPOSE

This nonprofit corporation is organized exclusively for educational purposes, including the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code) and the operation of a charter technical career center. This nonprofit corporation is formed and shall be operated exclusively for assistance, training, and educating individuals in apprenticeship and training programs, charter technical career centers, and other nonprofit purposes.

ARTICLE IV – ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be provided for in the By-Laws of the Corporation.

ARTICLE V – LIMITATION OF CORPORATE POWERS

The corporate powers of this nonprofit corporation are as provided in Section 61.0302, Florida Statutes. No part of any net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the furtherance of Section 501(c)(3) purposes. 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, or in opposition to, any candidate for public office.

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 (or corresponding section of any further Federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any further Federal tax code).

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this nonprofit corporation shall be 2801 Ponce de Leon Boulevard, Suite 750, Coral Gables, Florida, 33134, and the name of the initial registered agent of this corporation at such office shall be Robert A. Sugarman, who upon accepting this designation agrees to comply with the provisions of §48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII - INCORPORATORS

The names and street addresses of the incorporators for these articles of incorporation are:

Jerry Thomas

5437 Cassidy Road Jacksonville, Florida 32254 Donald E. Bell

5800 Ricker Road Jacksonville, Florida 32244

George G. Richardson, Jr.

1538 Hendricks Avenue Jacksonville, Florida 32207

ARTICLE VIII - INDEMNIFICATION

The nonprofit corporation shall indemnify any Officer or Director or Incorporator to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any further Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

By: JERRY M. THOMAS

State of Florida County of Duval

The foregoing Articles of Incorporation of North Florida Joint Training Association, Inc.; were acknowledged before me by Jerry M. Thomas, as an Incorporator, who is personally know

to me or produced as identification, this B+ day of Local
to me or produced as identification, this B'- day of Level,
2001.
Notary Public, State of Florida at large
My Compression fixpare (place stamp) 1.0. 00 901969 (11 one My Known (100 et to) By: By:
DONALD E. BELL
State of Florida County of Duval
The foregoing Articles of Incorporation of North Florida Joint Training Association, Inc.; were acknowledged before me by Donald E. Bell, as an Incorporator, who is personally know to me or produced as identification, this day of, 2001
Notary Public, State of Florida at large Notary Public, State of Florida at large IRIS B. JONES
My Control Exp. 11/1804 stamp) (1) Personally Known (10ther LB.
By: Mild Called Str. J. GEORGE G. RICHARDSON, JR.
State of Florida County of Duval
The foregoing Articles of Incorporation of North Florida Joint Training Association, Inc.; were acknowledged before me by George G. Richardson, Jr., as an Incorporator, who is personally know to me or produced as identification, this day of
Dui B. Jones
Notary Public, State of Florida at large
My Commission Par SINGS: (place stamp) No. CC 961969 No. CC 961969

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 48.091, 607.0501, and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

- 1. The name of the corporation is: North Florida Joint Training Association, Inc.
- 2. The name and address of the registered agent and office is:

Robert A. Sugarman Sugarman & Susskind, P.A. 2801 Ponce de Leon Boulevard Suite 750 Coral Gables, Florida 33134

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THEP ROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Robert A. Sugarman

Signatur

Dated: