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	To: Division of Corporations Fax Number : (850)205-0383 From: Account Name : BEGGS & LANE Account Number : 120020000155 Phone : (850)432-2451 Fax Number : (850)469-3331 H= 49500-30092 Gary B. Leuch Iman
	FLORIDA/FOREIGN LIMITED LIABILITY CO.
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### ARTICLES OF ORGANIZATION OF GLOBAL CONNECTIONS FOR EMPLOYMENT, LLC

The undersigned, organizer to these Articles of Organization, being a natural person competent to contract, does hereby make, subscribe, acknowledge, and file these Articles for the purpose of becoming a limited liability company under the laws of the State of Florida.

### ARTICLE I. NAME AND LOCATION

The name of the company shall be Global Connections for Employment, LLC. The principal office of the company shall be located at 1221 W. Lakeview Avenue, Pensacola, Florida, or such other place as may from time to time be designated by the Managers.

## ARTICLE II. PURPOSES

The company is organized and shall be operated exclusively for charitable, scientific or educational purposes, all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended. In furtherance of such purpose, the company may:

(a) Promote and support, by operational programs or by donation, loan, investment or disposition of funds for the use and benefit and in furtherance of the interests, purposes and missions of Lakeview Center, Inc., which corporation provides comprehensive treatment, training, education, or research in the area of mental health, substance abuse and vocational services during such period as Lakeview Center, Inc., shall be exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(b) Promote, create and provide vocational training and paid work opportunities for persons with disabilities and/or significant barriers to traditional employment for the purpose of promoting gainful employment, vocational training and education and other related laws purposes; and receive, maintain and administer funds and expend principal and income therefrom in furtherance of these purposes.

(c) Borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and secure the same by mortgage, pledge or other lien on the company's property.

(d) Do and perform all acts reasonably necessary to accomplish the purposes of the company.

(c) Own, lease or otherwise deal with all property, real and personal, to be used in furtherance of these purposes, except that the company may not create or acquire wholly owned or controlled subsidiary entities without the express approval of the sole corporate member.

(f) Contract with other organizations, for-profit and not-for-profit, with

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individuals, and with governmental agencies in furtherance of these provisions.

(g) Otherwise operate exclusively for charitable, scientific or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code in the course of which operation:

- (i) No part of the net earnings of the company shall inure to the benefit of, or he distributable to, its members, managers, officers, or other persons, except that the company 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 herein.
- (ii) No substantial part of the activities of the company shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the company 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 except as authorized under the Internal Revenue Code.
- (iii) Notwithstanding any other provisions of these Articles, the company shall not carry on any other activities not permitted to be carried on (a) by an entity exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by an entity, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

## ARTICLE III. SOLE MEMBER/ ORGANIZER

The company shall have a sole member, namely Lakeview Center, Inc., a Florida not-forprofit company as described in Section 501(c)(3) of the Internal Revenue Code. The sole member shall have such rights and powers provided voting members from time to time by the Florida Limited Liability Company Act and such duties and responsibilities as are provided in the operating agreement of the company.

Gary Bembry, whose address is 1221 W. Lakeview Avenue, Pensacola, Florida 32501 is the organizer of the company.

### ARTICLE IV. TERM

The company shall have perpetual existence.

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#### ARTICLE V. OFFICERS

The affairs of the company shall be managed by a Chairperson, a Vice Chairperson, a President, a Secretary, a Treasurer, and such other officers as shall be designated by the Managers. Officers shall be elected at the annual meeting or at such times as vacancies shall occur.

#### ARTICLE VI. MANAGERS

The Managers of the company shall consist of not less than eleven (11) nor more than seventeen (17) persons, who shall be elected by the sole member

## ARTICLE VII. OPERATING AGREEMENT

The operating agreement of the company may be made, altered or rescinded by the affirmative vote of two-thirds (2/3) of the Managers present at any meeting of the Managers of the company at which a quorum is present, provided that a brief description of such proposed action shall have been published in or with the notice of the meeting, and provided further that the sole member shall approve such action before it may become effective.

#### ARTICLE VIII AMENDMENTS TO ARTICLES

Amendments to these articles of organization may be proposed by the sole member or one or more of the Managers, and shall be adopted by the affirmative vote of two-thirds (2/3) of the Managers present at any meeting of the Managers of the company at which a quorum is present, provided that a brief description of the proposed amendment (s) shall have been published in or with the notice of the meeting, and provided further that the sole member shall approve such amendment (s) before the same may become effective.

#### ARTICLE IX. DISSOLUTION

In the event of the dissolution of the company, the Managers of the company, after paying or making provision for the payment of all of the liabilities of the company, shall dispose of all of the assets of the company to Lakeview Center, Inc., if then in existence and if qualified under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, otherwise in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific or educational purposes in the general area of Escambia County, Florida, as shall at that 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 future Untied States Internal Revenue Law), as the Managers of the company shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the company is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purpose.

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IN WITNESS WHEREOF, the undersigned, as authorized representative, has executed the foregoing Articles of Organization on this  $\sqrt{27}$  day of <u>November</u>, 2006.

GLOBAL CONNECTIONS FOR EMPLOYMENT, LLC

Its Organizer

### STATE OF FLORIDA COUNTY OF ESCAMBIA

Before the subscriber, duly commissioned, qualified and acting as Notary Public, in and for said State and County, personally appeared Gary Bembry, known to me to be the individual described by said name who executed the foregoing instrument, and to be the organizer and the president of Global Connections for Employment, LLC, a Florida limited liability company, and acknowledged and declared that he as organizer and president of said company, and being duly authorized by it, signed his name and affixed his seal to and executed the said instrument for it and as its act and deed.

GIVEN under my hand and official seal this <u>29</u> day of <u>Movember</u>, 2006.



Notary Public My commission expires: <u>7/20/08</u>

## <u>CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE</u> <u>FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING</u> <u>AGENT UPON WHOM PROCESS MAY BE SERVED</u>

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

In compliance with Section 608.415, Florida Statutes, the following is submitted: That Global Connections for Employment, L.L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1221 W. Lakeview Avenue, Pensacola, Florida 32501 has named J. Nixon Daniel, III - whose business address is 501 Commendencia Street, Pensacola, Florida 32502 as its agent to accept service of process within Florida.

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Organizer

## ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated company, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

J. Nixon Daniel, III Registered Agent.

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