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May 16, 2000

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

Re: **Flagler County School Readiness Coalition, Inc.**

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation concerning Flagler County School Readiness Coalition, Inc., a Florida Non Profit corporation, together with our firm's check in the amount of \$78.75 representing your filing fee. If all is in order, kindly file the Articles and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,


Ann-Margret Emery

AME:rm
Enc.

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2000 MAY 24 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2000 MAY 24 AM 11: 24

**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FLAGLER COUNTY SCHOOL READINESS COALITION, INC.
A FLORIDA NON PROFIT CORPORATION**

The undersigned, Phyllis A. Edwards, acting as subscriber and incorporator of a corporation not for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS**

1. **Name.** The name of this corporation is **FLAGLER COUNTY SCHOOL READINESS COALITION, INC.**

2. **Principal office and mailing address** of the corporation shall be located at State Road 100, P. O. Box 755, Bunnell, Flagler County, Florida, and may be changed from time to time as provided for in the By-Laws.

**ARTICLE II
CORPORATE NATURE**

This is a non-profit corporation, organized solely for educational purposes pursuant to the Florida Corporation Not for Profit Law set forth in Section 617 of the Florida Statutes.

**ARTICLE III
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV
GENERAL AND SPECIFIC PURPOSES**

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

A. For the advancement of charity, education and any

other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. The specific and exclusive purpose of this corporation is to enhance the chances for educational success of the at-risk birth-to-kindergarten population by participating in quality School Readiness programs that can better prepare them for school.

C. To operate a support organization created by the authority of Florida Statutes, Chapter 411, to administer School Readiness programs designed to increase children's chances of achieving future educational success and becoming productive members of society.

D. To develop a plan for implementing the School Readiness program in order to carry out the intent of the "School Readiness Act".

E. To operate exclusively in any other manner for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the 1954 Internal Revenue Code, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distribution to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations.

ARTICLE V CAPITAL STOCK

The corporation is not authorized to issue capital stock of this corporation.

ARTICLE VI POWERS

The powers, management, and control of the Coalition, and all of its affairs, shall be vested in the members as outlined in "The School Readiness Act." Members of the Coalition are subject to the ethics provisions in Part III of Chapter 112 of the Florida Statutes.

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 consisting of not less than three (3) persons. The number of directors of the corporation shall be determined by the By-Laws duly adopted.

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

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the annual meeting of members following the election of directors and until the qualifications of the successors in office.

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 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 the 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 the initial members of the Board of Directors are as follows:

NAME	ADDRESS
Phyllis A. Edwards	P. O. Box 755 Bunnell, FL 32110

Christine Davenport	210 Palmetto Ave. Daytona Beach, FL 32114
Jo Sheppard	230 N. Beach St., Daytona Beach, FL 32114
Pamela Jackson	P. O. Box 2260 Bunnell, FL 32110
Linda Linke	P. O. Box 847 Bunnell, FL 32110
Herschel King, Jr.	Rt. 1, Box 77 Bunnell, FL 32110
Dell Trayer	P. O. Box 755 Bunnell, FL 32110
Judy Hosford	603 North Cherry St. P. O. Box 2871 Bunnell, FL 32110

B. Corporate Officers. The board of directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the directors to elect from time to time.

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 1954 (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 1954 (or 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, education, 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 1954 (or the corresponding provision of any future 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 By-Laws for this corporation.

**ARTICLE XI
SUBSCRIBERS**

The Names and Residence addresses of the Subscribers of this corporation are as follows:

NAME	ADDRESS
Phyllis A. Edwards	P. O. Box 755 Bunnell, FL 32110
Joel Rosen	56 Cochise Court Palm Coast, FL 32137
William Crippen	P. O. Box 847 301 S. Lemon Bunnell, FL 32110

**ARTICLE XII
AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, 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, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the board of directors, or by following the procedures set forth in the by laws.

**ARTICLE XIII
DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to educational and charitable 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
REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 4B Old Kings Road North, Palm Coast, Florida, and the name of its registered agent at said address shall be Michael D. Chiumento, Esquire, of Chiumento & Emery, P. A.

**ARTICLE XV
AMENDMENT 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 By-Laws of this corporation.

IN WITNESS WHEREOF, the undersigned Subscriber and Incorporator of this corporation has executed these Articles of Incorporation this _____ day of _____, 2000 for the purpose of forming this non profit corporation under the laws of the State of Florida.


SUBSCRIBER-INCORPORATOR


SUBSCRIBER-INCORPORATOR


SUBSCRIBER-INCORPORATOR

**STATE OF FLORIDA
COUNTY OF FLAGLER**

BEFORE ME, the undersigned authority, personally appeared Phyllis A. Edwards, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that she executed such

instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10th day of May, 2000.

Debby Bass Myers
Notary Public, State of

Florida

My Commission expires: 2/13/2004



DEBBY BASS MYERS
Notary Public, State of Florida
My Comm. Exp. Feb. 13, 2004
Comm. No CC 910191

STATE OF FLORIDA
COUNTY OF FLAGLER

BEFORE ME, the undersigned authority, personally appeared Joel Rosen, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of May, 2000.

Debby Bass Myers
Notary Public, State of
Florida

My Commission expires: 2/13/2004



DEBBY BASS MYERS
Notary Public, State of Florida
My Comm. Exp. Feb. 13, 2004
Comm. No CC 910191

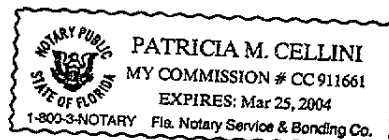
STATE OF FLORIDA
COUNTY OF FLAGLER

BEFORE ME, the undersigned authority, personally appeared William Crippen, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of May, 2000.

Patricia M. Cellini
Notary Public, State of
Florida

My Commission expires: 3/25/04



Registered Agent's Acceptance

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

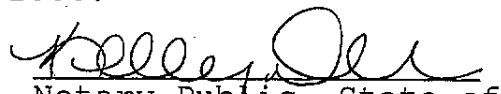

Registered Agent

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2000 MAY 24 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF FLAGLER

BEFORE ME, the undersigned authority, personally appeared Michael D. Chiumento, to me known to be the person who executed the foregoing Registered Agent's Acceptance and acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of May, 2000.


Notary Public, State of
Florida

My Commission expires: _____

