

N000000004912
TRANSMITTAL LETTER

July 18, 2000

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

SUBJECT: Strategic Traffic School, Inc.

900003335769--1

-07/25/00-01089-008

****122.50 *****78.75

Please find enclosed:

1. Articles of Dissolution for the profit corporation assigned document number P00000061807.
2. Affidavit releasing immediate use of the name to a new non-profit corporation.
3. Articles of Incorporation and Certificate of Designation of Registered Agent for a new non-profit corporation named "Strategic Traffic School, Inc."

I enclose an original and one copy of the Articles of Dissolution for the profit corporation and a check in the amount of \$ 43.75. We respectfully request these Articles be filed on the same day received by your office. Please provide a certified copy of these Articles.

I have enclosed an original and one copy of the Articles of Incorporation for the non-profit corporation and a check in the amount of \$78.75. We respectfully request these Articles be filed on the same day received by your office. Please provide a certified copy of these Articles.

SIGNED:

Patricia Bilitzke

From:

Patricia Bilitzke
Strategic Traffic School, Inc.
501 Goodlette Road North
Bldg. D-100 Suite 9
Naples, Florida 34102
941-403-1026

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFADAVIT

Strategic Traffic School, Inc., identified by corporate document number P00000061807, has no intention of revoking the voluntary dissolution filed with the Department of State and has no intention of using and is releasing use of the name "Strategic Traffic School, Inc. " to the newly formed Florida non-profit corporation of said name. The corporation grants immediate usage of the name "Strategic Traffic School, Inc." to the Florida non-profit corporation Strategic Traffic School, Inc. filed with the Department of State by Patricia Bilitzke on July 25, 2000.

Signed this Twenty-Fourth day of July, 2000.

Signature Patricia J. Bilitzke

Patricia Bilitzke, Incorporator & Director

**ARTICLES OF INCORPORATION
OF
STRATEGIC TRAFFIC SCHOOL, INC.**

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TALLAHASSEE, FLORIDA

PREAMBLE

I, the undersigned being of legal age and a natural person, in order to form a non-profit corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be Strategic Traffic School, Inc. The principal place of business and mailing address of this corporation shall be located at 501 Goodlette Road North D100 Suite 9, Naples, Florida 34102.

ARTICLE II OBJECT AND PURPOSE

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purposes for which this corporation are organized are to provide educational services and related support services to members of the local community at a reasonable cost. The corporation will help clients complete the necessary requirements of court and state ordered DUI and traffic schools and also provide educational opportunities to all members of the local community to help them improve their driving skills.

In the event of dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all remaining assets for one or more exempt purposes as specified within Section 501(c)(3) of the Internal Revenue Code or these assets shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this Corporation is Patricia Bilitzke. The address of the initial registered agent is 6118 Thresher Drive, Naples, Florida 34112.

ARTICLE V - INCORPORATOR

The name of the incorporator to these Articles of Incorporation is Patricia Bilitzke. The address of the incorporator is 6118 Thresher Drive, Naples, Florida 34112.

ARTICLE VI - INITIAL DIRECTORS

The property, business and affairs of this Corporation shall be managed by a Board of Directors which shall initially consist of three members. Said Board of Directors shall have the rights and duties of directors of corporations under Chapter 607, Florida Statutes. In no event shall the number of Directors be less than two. If the number of Directors determined as provided above shall ever be less than two, the remaining directors shall appoint temporary Directors to act in such a capacity until the number of members shall at least equal two. The manner of election for Directors shall be as provided by in the Bylaws.

The names and addresses of each person who is to serve as the initial directors of this Corporation is set forth below.

Patricia Bilitzke
6118 Thresher Drive
Naples, FL 34112

Jamie Mueller
2233 45th Street SW
Naples, FL 34116-6327

Shelly Knapp
2615 Andrew Drive
Naples, FL 34112

ARTICLE VII - PERIOD OF DURATION

The period of the duration of this corporation is perpetual.

ARTICLE VIII - MEMBERS

This corporation shall have no members.

ARTICLE IX - LIMITATION ON PRIVATE INUREMENT

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 these Articles.

ARTICLE X - GENERAL LIMITATION ON ACTIVITIES

Notwithstanding any other provisions of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)3 of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section (170)(c)(2) of the Internal Revenue Code.

The undersigned incorporator has executed these Articles of Incorporation this Eighteenth Day of July, 2000 and hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.



Patricia Bilitzke, Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation is:

Strategic Traffic School, Inc.

2. The name and address of the registered agent and office is:

Patricia Bilitzke

6118 Thresher Drive

Naples, Florida 34112

Signature:

Patricia Bilitzke

Patricia Bilitzke

Title:

President

Date:

7-18-00

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TALLAHASSEE, FLORIDA

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.

Signature:

Patricia Bilitzke

Patricia Bilitzke

Date:

7-18-00