

Carol M. Bubeck

N000000006860

267 Quail Forest Blvd.

#209

Naples, FL 34105

Home Phone 941-435-1142

October 2, 2000

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*****70.00 *****70.00

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed are the proposed Articles of Incorporation for The Mentoring Path, Inc.

Our telephone number is:

941-435-9739.

Sincerely,

Carol M. Bubeck

Carol M. Bubeck

cmb/Enclosures

FILED
00 OCT 16 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/ T. Burch OCT 16 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 6, 2000

CAROL M BUBECK
267 QUAIL FOREST BLVD #209
NAPLES, FL 34105

SUBJECT: THE MENTORING PATH, INC.
Ref. Number: W00000024316

We have received your document for THE MENTORING PATH, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 900A00053081

FILED

ARTICLES OF INCORPORATION
OF
THE MENTORING PATH, INC.
A FLORIDA NONPROFIT CORPORATION

00 OCT 16 PM 3:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1 Name. The name of the Corporation is: The Mentoring Path, Inc.

Article 2 Duration. The duration of the Corporation is perpetual.

Article 3 Purpose. The purpose of the corporation is as follows:

A. This corporation is not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of the corporation are to be organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporation under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4 Members. The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Carol M. Bubeck	267 Quail Forest Blvd. #209, Naples, FL 34105
Edward J. Shadd	267 Quail Forest Blvd. #209, Naples, FL 34105

Article 5 Initial Registered Agent and Office. The initial registered agent is Carol M. Bubeck and the initial registered office is 267 Quail Forest Blvd. #209, Naples, FL 34105.

Article 6 Initial Board of Directors. The Board of Directors shall have 3 members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Carol M. Bubeck	267 Quail Forest Blvd. #209, Naples, FL 34105
Edward J. Shadd	267 Quail Forest Blvd. #209, Naples, FL 34105
Eric J. Shadd	105 Linden Tree Lane, #4, Webster, NY 14580

The Bylaws shall provide the method of election of all Directors, and the numbers of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Carol M. Bubeck	267 Quail Forest Blvd. #209, Naples, FL 34105
Executive Vice-President and Secretary	Edward J. Shadd	267 Quail Forest Blvd. #209, Naples, FL 34105
Treasurer	Carol M. Bubeck	267 Quail Forest Blvd. #209, Naples, FL 34105

Article 8. Incorporation. The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
Carol M. Bubeck	267 Quail Forest Blvd. #209, Naples, FL 34105
Edward J. Shadd	267 Quail Forest Blvd. #209, Naples, FL 34105

Article 9. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

Article 10. Corporate Address. The street address of the Corporation's initial principal office is 267 Quail Forest Blvd. #209, Naples, FL 34105 and, if different, the Corporation's mailing address is 2316 Pine Ridge Rd., PMB477, Naples, FL 34109.

IN WITNESS WHERE OF the undersigned have signed these Articles of Incorporation on this day of October 3, 2000.

Carol M. Bubeck
Carol M. Bubeck

Edward J. Shadd
Edward J. Shadd

Acknowledged before me on Oct. 3rd, 2000 by Carol M. Bubeck / Edward J. Shadd who,

is personally known to me ✓ produced Driver's License as identification, and who

executed the foregoing Articles of Incorporation and acknowledged to and before me that he/she executed said instrument for the purposes therein expressed.



LINDA L. DOUGLAS
My Comm Exp. 1/21/2001
Bonded By Service Ins
No. CC614782
I, Personally Known (4 Other I.D.)

Linda L. Douglas
NOTARY PUBLIC-STATE OF FLORIDA

Name: LINDA L. DOUGLAS
Commission No. CC614782
My Commission Expires: 1/21/2001

I accept designation as registered agent:

Carol M. Bubeck