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LAST CHANCE International 300 5th Ave South Suite 101-320 Naples, FL 34102

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SECRETARY OF STATE
AHASSEE, FLORIDA



#### **AFFIDAVIT**

#### LAST CHANCE INTERNATIONAL, INC.

WE, THE CORPORATION NOR ITS DIRECTORS/OFFICERS, HAVE NO INTENTION IN REVOKING THE DISSOLUTION OF LAST CHANCE INTERNATIONAL, INC. FOR PROFIT CORPORATION, RELEASING NAME LAST CHANCE INTERNATIONAL, INC. TO THE NEW NON-PROFIT CORPORATION.

nether April 16,01

JASON L. HONE REGISTERED AGENT AND INCORPORATOR DATE

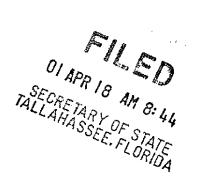
WITNESS NOTARY PUBLIC

DATE

COMMISSION EXPIRATION

My Comm Exp. 6/11/04
No. CC 944269
[1] Personally Known (1) Other I.D.

## NOT FOR PROFIT ARTICLES OF INCORPORATION OF LAST CHANCE INTERNATIONAL, INC.



#### **ARTICLE I**

#### THE NAME OF THE CORPORATION IS:

LAST CHANCE INTERNATIONAL, INC.

#### ARTICLE II

THE MAILING ADDRESSES AND STREET ADDRESSES OF THE PRINCIPLE OFFICES OF THE CORPORATION ARE:

300 FIFTH AVENUE SOUTH SUITE 101-320 NAPLES, FLORIDA 34102 3478 OCEAN BLUFF COURT NAPLES, FLORIDA 34120

#### ARTICLE III

#### **PURPOSE**

SAID CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL 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. THE CORPORATION WILL GOVERN ITS ACTIONS IN ACCORDANCE WITH THE LAWS OF THE UNITED STATES OF AMERICA.

#### ARTICLE IV

#### ELECTION / APPOINTMENT OF DIRECTORS AND OFFICERS

THE INITIAL DIRECTORS AND OFFICERS WILL BE APPOINTED BY THE PRESIDENT / CEO OF THE CORPORATION, THE SUBSEQUENT CHAIR AND OFFICERS WILL BE ELECTED BY THAT APPOINTED BOARD TO SERVE FOR FIVEYEAR TERMS OR UNTIL AN ELECTION IS CALLED BY THE CHAIR, WHICHEVER COMES FIRST.

#### ARTICLE V

#### NAMES AND ADDRESSES OF THE DIRECTORS/OFFICERS

JASON L. HONE - PRESIDENT/TREASURER 3478 OCEAN BLUFF COURT NAPLES FLORIDA, 34120

KATHERINE A. HONE - VICE PRESIDENT 3478 OCEAN BLUFF COURT NAPLES, FLORIDA 34120

> JENNIFER EHRMANN ALFRED J. COXE GARY GENTILINI JULIAN STOENESCU

#### ARTICLE VI

#### REGISTERED AGENT

JASON L. HONE 3478 OCEAN BLUFF COURT NAPLES, FLORIDA 34120

#### ARTICLE VII

#### NAME AND FLORIDA ADDRESS OF THE INCORPORATOR

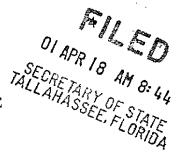
JASON L. HONE 3478 OCEAN BLUFF COURT NAPLES, FLORIDA 34120 HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DITIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT AS PROVIDED FOR IN CHAPTER 608, F.S.

REGISTERED AGENT DATE

INCORPORATER

DATE

(IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER THE PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.)



### CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT IN THE STATE OF FLORIDA.

THE NAME OF THE CORPORATION IS:

LAST CHANCE INTERNATIONAL, INC.

THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

JASON L. HONE 300 FIFTH AVENUE SOUTH SUITE 101-302 NAPLES, FLORIDA 34102

SIGNATURE:	gra Son	
DATE:	Aril 16,01	

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 ABOVE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES 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.

JASON L. HONE April 160/