

NO1000003472

TRANSMITTAL LETTER

FILED

01 MAY 11 PM 3:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000004212840--5
-05/11/01--01125--016
*****87.50 *****87.50

SUBJECT: FIRST COAST HIGHER EDUCATION ASSOCIATION, INC.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for: \$87.50 for Filing Fee, Certified Copy & Certificate.

FROM: Stephen M. Jones
Name

Florida Coastal School of Law, 7555 Beach Blvd.
Address

Jacksonville, Florida 32216
City, State & Zip

(904) 680-7711 or (904) 705-6744
Daytime Telephone numbers

Cell # (904) 705-6744

Steve Jones
Director of Admissions

**ARTICLES OF INCORPORATION
OF
FIRST COAST HIGHER EDUCATION ASSOCIATION, INC.**

FILED
01 MAY 11 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a citizen of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify and adopt the following articles of incorporation:

ARTICLE I

NAME

The name of the corporation shall be: FIRST COAST HIGHER EDUCATION ASSOCIATION, INC., hereinafter referred to as the "Corporation."

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 7555 Beach Blvd. Room 102, Jacksonville, Florida 32216, but meetings of the Board of Directors and Membership may be held at such places within or without the State of Florida, as may be designated from time to time.

ARTICLE III

NONPROFIT PROVISIONS AND PURPOSES OF CORPORATION

Section 1. IRC Section 501(c)(3) Purposes.

Said corporation is organized exclusively for 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.

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 Third hereof. 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 or in opposition to any candidate for public office. 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.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 corporation 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 purposes.

Section 2. *Objectives and Purposes.*

The primary objectives and purposes of this Corporation shall include, but not be limited to, the following:

The Corporation shall serve as an educational resource to the community and is comprised of accredited colleges and universities working in collaboration with corporations and community organizations to increase awareness of higher education opportunities in the Jacksonville area.

The Corporation shall further have unlimited power to engage in and do any lawful act not inconsistent with the Corporation's nonprofit tax exempt status.

ARTICLE IV

MANNER OF ELECTION

The annual election of officers/directors shall be held at the annual meeting as set forth in the Bylaws.

ARTICLE V

OFFICERS/DIRECTORS

The names, titles and addresses: Susan C. Bone, President, 4500 Salisbury Road Suite 200, Jacksonville, Florida 32216; Stephen M. Jones, Vice President and Treasurer, 7555 Beach Blvd., Room 102, Jacksonville, Florida 32216; Sadie Milliner-Smith, Vice President and Secretary, 1658 Kings Road, Jacksonville, Florida 32209, Stephen J. Brewster, Vice President and Director of Information Technology and Resources, 6600 Youngerman Circle, Suite 10, Jacksonville, Florida 32244; Anna Lebesch, Vice President and Director of Chamber/Community Organizations, 5001 St. Johns Avenue, Palatka, Florida 32177; Tamara L. Merchlewitz, Vice President and Director of Educational Outreach, Bldg. 110, 2nd Floor Box 137, NAS Jacksonville, Florida 32212; Jim Owen, Vice President and Director of Marketing and Public Relations, 4567 St. Johns Bluff Road South, Jacksonville, Florida 32224.

ARTICLE VI

INITIAL REGISTERED AGENT AND STREET ADDRESS

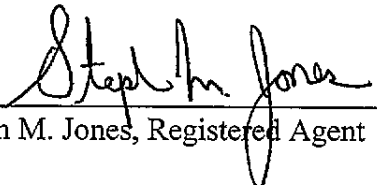
The name and Florida street address of the registered agent is: Stephen M. Jones, 7555 Beach Blvd., Room 102, Jacksonville, Florida 32216.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is: Stephen M. Jones, 7555 Beach Blvd., Room 102, Jacksonville, Florida 32216.

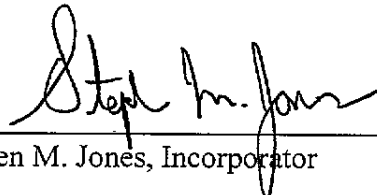
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Stephen M. Jones, Registered Agent

May 9, 2001

Date



Stephen M. Jones, Incorporator

May 9, 2001

Date

FILED
01 MAY 11 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA