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TRANSMITTAL LETTER

FILED

01 JUL 30 AM 11:28

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Center For Research, Data Management & Evaluation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

800004464388--2
-07/09/01--01085--017
*****78.75 *****78.75

FROM: Barbara Rovedo
Name (Printed or typed)

9143 Philips Highway, Suite 350
Address

Jacksonville, FL 32256
City, State & Zip

(904) 363-6350
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

C. BLALOCK JUL 30 2001

W0116493
W0115978



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 18, 2001

BARBARA ROVEDO
9143 PHILIPS HWY STE 350
JACKSONVILLE, FL 32256

SUBJECT: CENTER FOR RESEARCH, DATA MANAGEMENT & EVALUATION,
INC.
Ref. Number: W01000016493

We have received your document for CENTER FOR RESEARCH, DATA
MANAGEMENT & EVALUATION, INC. and your check(s) totaling \$78.75.
However, the enclosed document has not been filed and is being returned for the
following correction(s):

You failed to make the correction(s) requested in our previous letter.

Corporations may file using only the corporate name. Please delete any
reference to the "doing business as name" in your document. If you wish to
register your fictitious name, you may do so by filing the enclosed application and
submitting the appropriate fees to this office.

PLEASE DELETE USING THE WORD (CRDME) IN ARTICLES I,V,VII,VIII & XI.

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 901A00042027

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CENTER FOR RESEARCH, DATA MANAGEMENT & EVALUATION, INC.
(A Corporation Not For Profit)**

The undersigned, for the purposes of forming a corporation not for profit under the Laws of Florida, hereby adopt the following Articles Of Incorporation:

ARTICLE I - NAME AND OFFICE

The name of this corporation is "CENTER FOR RESEARCH, DATA MANAGEMENT & EVALUATION, INC." . Its principal office shall be in the City of Jacksonville, County of Duval and the State of Florida.

ARTICLE II - CORPORATION PURPOSE

This corporation is organized and chartered for the purpose of establishing and maintaining a research, data management and evaluation center designed to provide objective, scientifically based research, evaluation and data management services to funders, non-profit organizations and governmental entities. The purposes for which the corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of section 501 (C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE III - POWERS

The corporation is authorized and empowered to do all things necessary to carry on and accomplish the purpose for which it is organized and chartered, including authority and power:

- * To enter into, make and perform contracts of every kind and description.
- * To borrow or raise money for any of the purposes of the corporation and, from time to time without limit as to the amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

ARTICLE IV - MEMBERSHIP

Section 1. Qualification for Membership. Members of this corporation shall be persons who have evidenced concern and interest in its purposes and have also evidenced in their business, professional or public occupations, or in their activity in organizations related to the purpose of this corporation, characteristics of leadership and dedication

Section 2. Initial Members. The initial members of this corporation shall be the Northeast Florida Regional Planning Council Board, composed of thirty-four (34) residents from its seven county service area, appointed by the Governor and county municipalities, as well as other individuals representing a cross section of health and human service agencies, social service agencies, governmental agencies and not-for-profit entities. Attached as Exhibit A is the initial membership list of the corporation.

Section 3. Number. The number of members at any time shall never be less than twenty-five (25) and shall not exceed fifty-five (55).

Section 4. Termination of Membership. All members shall continue to be members until membership is terminated by death, cessation of NEFRPC membership, or resignation of a member.

Section 5. Additional Members. New or additional members of this corporation shall be admitted to membership in this corporation by a majority vote of all the members at any meeting of the members. When a member resigns, the President and/or the nominating committee of the corporation shall nominate a replacement and bring it before the membership for a vote. Nothing in these Articles of Incorporation shall preclude any member from serving consecutive terms.

ARTICLE V – BOARD OF DIRECTORS

The corporation shall be managed in accordance with these Articles of Incorporation and the Bylaws and its policies as established by a Board of Directors composed of (17) members, 10 of which must be members of the Board of Directors of the Northeast Florida Regional Planning Council and must also contain at least one (1) representative from each of the following groups: (a) Health/Human Services (b) Academic Community (c) Community Based Not-For-Profit Organization (d) Government. Each member of the Board of Directors shall be elected or appointed at the time and in the manner prescribed in the Bylaws. The annual meeting and other meetings of the Center For Research, Data Management & Evaluation, Inc. shall be held at such times and places as shall be provided by the Bylaws of this corporation.

The following named initial Board of Directors shall manage and direct the affairs of this corporation until the first election of officers under these Articles of Incorporation and Bylaws:

Brian D. Teeple
9143 Philips Highway
Suite 350
Jacksonville, FL 32256

Philip Gilbert
515 Lomax St.
Jacksonville, FL 32204

Carol Brady
9143 Philips Highway
Suite 350
Jacksonville, FL 32256

ARTICLE VI - TERM

This corporation shall have perpetual existence commencing on the day of filing of Articles of Incorporation by the Florida Department of State

ARTICLE VII – FISCAL AGENT

Center for Research, Data Management & Evaluation, Inc. shall designate the Northeast Florida Regional Planning Council as its Fiscal Agent until such time as the Board of Directors and membership elect to act as their own Fiscal Agent. The Chairperson, Vice-Chairperson and Secretary/Treasurer shall work closely with the Fiscal Agent to provide oversight for under the guidance of the Board of Directors.

ARTICLE VIII – BYLAWS

The Bylaws of Center for Research, Data Management & Evaluation, Inc shall be adopted by the Board of Directors and the membership and may be altered, amended, rescinded, or added to in the manner provided by the Bylaws.

ARTICLE IX – INCOME AND DISTRIBUTION

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

ARTICLE X PROHIBITED ACTIVITIES

No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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.

ARTICLE XI
DISTRIBUTION ON DISSOLUTION OR LIQUIDATION

Upon the dissolution of Center for Research, Data Management & Evaluation, Inc., assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the IRS Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

ARTICLE XII
INCORPORATOR

The names and street address of the incorporator to these Articles of Incorporation are as follows:

Barbara Rovedo
9143 Philips Highway #350
Jacksonville, FL 32256

ARTICLE XIII - ADDRESS

The initial registered office of the corporation in the State of Florida is to be 9143 Philips Highway, Suite 350, Jacksonville, FL 32256.

ARTICLE XIV - RESIDENT REGISTERED AGENT

The name and street address of the initial registered resident agent of this corporation, to whom service of process may be made, is as follows:

Barbara Rovedo
9143 Phillips Highway, Suite 350
Jacksonville, Florida 32256

ARTICLE XV - OFFICERS

The Officers of the corporation will be a Chairperson, a Vice Chairperson, a President, and a Secretary/Treasurer and any other officers, assistant officers, agents or employees that are elected from time to time by the Board of Directors. The day-to-day affairs of this corporation shall be administered by the President of the corporation, who will be an employee of the Northeast Florida

Regional Planning Council. Officers, with the exception of the President will be chosen annually by the Board of Directors of the Corporation at its annual meeting and shall serve until their successors are appointed and qualified.

ARTICLE XVI - BY LAWS

The By Laws of this corporation shall be adopted by the initial members named in these Articles of Incorporation and may thereafter be amended, altered, rescinded and new By Laws adopted by the Board of Directors.

ARTICLE XVII - AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member of the Board of Directors and may be adopted by the affirmative vote of a majority of the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 24th day of July, 2001.

INCORPORATOR

Barbara Rovedo
Barbara Rovedo
STATE OF FLORIDA
COUNTY OF DUVAL

The FOREGOING instrument was acknowledged and sworn to before me this 24 day of July, 2001, by BARBARA ROVEDO, Center for Research, Data Management & Evaluation, Inc.

Shirley F. Orberg
Notary Public

SHIRLEY F. ORBERG
Notary Public - State of Florida
My Commission Expires Feb 28, 2003
Commission # CC810308

Having been named to accept service of process for the above stated corporation, at the place designated in this capacity, I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Barbara Rovedo
Barbara Rovedo
Incorporator/Registered Agent