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2580 Park Street Jacksonville, FL 32204

March 11, 2002

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32214

800005113888--3 -03/18/02-01077-020 *****87.50 *****87.50

SUBJECT: Project Team Quest, Inc.

Enclosed is an original and two copies of the articles of incorporation and a check for \$87.50 to cover the cost of the Filing Fee, Certified Copy and Certificate.

From:

Frank H. Ingle

2580 Park Street

Jacksonville, FL 32204

(904) 389-3290

encl:

1) Original and two copies - Articles of Incorporation

2) Check for \$87.50

02 MAR 18 PM 1: 24

ARTICLES OF INCORPORATION

OF

Project TeamQuest, Inc.

A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a nonprofit corporation Pursuant to Chapter 617, Florida Statues, adopt the following Articles of Incorporation:

ONE: The name of this corporation shall be:

Project TeamQuest, Inc.

TWO: The principal place of business and mailing address of this corporation shall be:

Project TeamQuest, Inc.

2584 Halpern's Way

Middleberg, FL 32068

THREE: The specific purposes for which this corporation is organized are: 1) to offer educational programs and materials to the general public which promote one or more of the following skills: teamwork, innovation, problem solving, self-confidence, group-confidence, communication, leadership and followership; 2) to assist other groups engaged in similar activities; and 3) to engage in other pursuits incidental to an operational center of learning.

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.

FOUR: Members of the Board of Directors of this corporation shall be elected by ballot of the current board as specified in the bylaws of this corporation.

FIVE: The number of initial directors of this corporations is 3. Their names and address are as follows:

Frank H. Ingle

2580 Park Street

Jacksonville, FL 32204

James R. Gurentzel
2584 Halpern's Way
Middleberg, FL 32068

Jann R Gruentzel
2584 Halpern's Way
Middleberg, FL 32068

The term of office for the directors shall be as specified in the Bylaws of this corporation.

SIX: The name and address of the registered agent of this corporation is:

Frank H. Ingle.

2580 Park Street.

Jacksonville, FL 32204

SEVEN: The name and address of the incorporator of this corporation is:

Frank H. Ingle.

2580 Park Street

Jacksonville, FL 32204

EIGHT: The period of duration of this corporation is perpetual.

NINE: The membership provisions of this corporation shall be stated in the Bylaws of this corporation.

TEN: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

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.

Notwithstanding any other provision 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 incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

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.

Frank H. Ingle, Registered Agent

3/11/02

Date

Frank H. Ingle, Incorporator

Date

SECRETARY OF STATE DIVISION OF CORPORATIONS