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FOLEY LARDNER
ATTORNEYS AT LAW

N 02000004904

June 26, 2002

VIA HAND DELIVERY

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation of Area Management Coalition
for School Readiness, Inc.

To whom it may concern:

Enclosed please find for filing the Articles of Incorporation of Area Management Coalition for School Readiness, Inc. and a check in the amount of \$78.75 to cover the filing fee and the cost of a certified copy of the referenced articles. Please contact me at 513-3364 when the certified copy is ready to be picked up.

Sincerely,



Laurie A. McAnally
Legal Secretary

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TALLAHASSEE, FLORIDA
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Enclosures

cc: Austin B. Neal, Esquire

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106 EAST COLLEGE AVENUE, SUITE 900
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lmcanally@foleylaw.com

CLIENT/MATTER NUMBER
999100-0101

010.135284.1

F. CHESSE

JUN 27

**ARTICLES OF INCORPORATION
OF
Area Management Coalition for School Readiness, Inc.
A Florida Not-For-Profit Corporation**

In compliance with Chapter 617, Florida Statutes, the undersigned, all of whom are residents of the state of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

**ARTICLE I
Name of Corporation**

The name of the corporation is the Area Management Coalition for School Readiness, Inc.

**ARTICLE II
Principal Office**

The principal office and address of the organization is 28 Seventh Street, Apalachicola, Florida 32320.

**ARTICLE III
Registered Agent and Registered Office**

The street address of the principal office of the corporation in the state of Florida is 28 Seventh Street, Apalachicola, Florida 32320. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is Robert Connors whose address is 28 Seventh Street, Apalachicola, Florida 32320.

**ARTICLE IV
Purpose**

This corporation does not contemplate pecuniary gain or profit to its members, and is organized exclusively for charitable and educational purposes. The specific purpose for which this corporation is formed is to implement section 411.01, Florida Statutes. Under section 411.01, the purposes for forming this corporation include, but are not limited to the following:

1. To prepare children from birth to 5 years of age, or until The child enters kindergarten, to enter kindergarten ready to learn.
2. To create a program to be administered by the Area Management Coalition for School Readiness, Inc. on behalf of Jefferson, Liberty, Madison and Suwannee County, Florida.
3. To implement a comprehensive program of readiness services that enhance the cognitive, social, and physical development of children to achieve the performance standards and outcome measures specified by the partnership.
4. To accommodate the needs of children for extended day and extended year services, without compromising the quality of the program, by providing extended-day and extended-year services to meet the needs of parent who work.
5. To ensure coordinated staff development and teaching opportunities.

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6. To provide expanded access to community services and resources for families to help achieve economic self-sufficiency.
7. To ensure a single point of entry and a unified entry list.
8. To ensure there is a community plan to address the needs of all eligible children.

ARTICLE V

Powers

This corporation shall have the following powers:

1. The corporation shall have the power to do all lawful acts which are, in the opinion of the Board of Directors of the Corporation, necessary or desirable to carry out the purposes and accomplish the objections of the corporation, and which are consistent with the provisions of the Florida Statutes. The corporation shall have all powers granted to corporations not for profit under Chapter 617, Florida Statutes, whether or not specifically enumerated in these Articles of Incorporation or the By-Laws.
2. 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.
3. The corporation shall remain a corporation not for profit. No dividends shall be paid by the corporation, and no part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its directors or 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 exempt purposes set forth in these Articles.

ARTICLE VI

Operating Restrictions

If the corporation is at any time deemed to be a private foundation, it shall be subject to the following rules; The corporation shall distributed its income for each tax year at such time as in such manner as to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended. The corporation shall not retain any excess business holdings as defined in Section 4943© of the Internal Revenue Code of 1986, as amended. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended. The corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1986, as amended.

ARTICLE VII
Board of Directors

The Board of Directors shall be composed of at least 18, but not more than 25, members. The composition of the Board must conform to the provisions of the section 411.01(5)(a), Florida Statutes and appointed and elected as stated and provided for in the Bylaws. The initial Executive Committee of Board of Directors are:

Name	Address
David Miller Chairperson	P.O. Box 100 Crawfordville, Florida 32326
George Willis Vice-Chairperson	P.O. Box 119 Madison, Florida 32340
Cheryl Clemons, DCF Secretary	1001 South Range Street Madison, Florida 32340
Cynthia Shrestha Member at-Large	1490 W. Washington Street Monticello, Florida 32344
Suzann Stoutamire Member at-Large	P.O. Box 429 Bristol, Florida 32321
Pam Davis, Kids Inc. Member at-Large	1170 Capital Circle, N.E. Tallahassee, Florida 32301
Lucile Day Member at-Large	312 NE Duval Street Madison, Florida 32340
Annie Ruth Perryman Member at-Large	87 Andrew Hargrett Sr. Road Crawfordville, Florida 32327

ARTICLE VIII
Officers

The officers of this corporation shall be elected or appointed by the Board of Directors to serve for two terms. There shall be a Chairman, a Vice Chairman, a Secretary and a Treasurer, each of who shall be a member of the Board of Directors. The Board of Directors may from time to time elect or appoint additional officers who shall also be members of the Board of Directors.

ARTICLE IX
Duration

The corporation shall exist perpetually, unless dissolved according to law.

**ARTICLE X
DISSOLUTION**

Upon dissolution of the corporation, any assets remaining after the satisfaction of all corporate liabilities shall be conveyed to (1) such organizations as shall be selected by the affirmative vote of a majority of the Directors, provided, however, that such organization or organizations must be recognized as exempt from federal income taxation under Section 170©(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law; or (2) to the federal, state, or local government for exclusive public purpose.

**ARTICLE XI
Incorporators**

The Incorporator to these Articles of Incorporation are:

Name

Address

David Miller, Chairperson

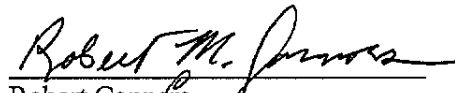
P.O. Box 100
Crawfordville, Florida 32326

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the state of Florida, the undersigned incorporators of the Area Management Coalition for School Readiness, Inc. have executed these Articles of Incorporation this 25th day of June, 2002.


Incorporator

Acceptance of Registered Agent:

I am familiar with and accept the duties and responsibilities of Registered Agent.


Robert Conners
28 Seventh Street
Apalachicola, Florida 32320.

**STATE OF FLORIDA
COUNTY OF JEFFERSON**

BEFORE ME, the undersigned authority, personally appeared David Miller and Robert Conners who are personally known to me or produced _____ as identification, and who acknowledged the execution of the foregoing Articles of Incorporation of the Area Management Coalition for School Readiness, Inc. to be the duly authorized act and deed of said corporation, for the purpose therein expressed and who did not take an oath.

Notary Signature: Pamela K. Lawhon
Notary's Printed Name: PAMELA K. Lawhon
Notary Public Commission: _____



Pamela K. Lawhon
MY COMMISSION # DD016196 EXPIRES
August 6, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN 26 PM 4:08