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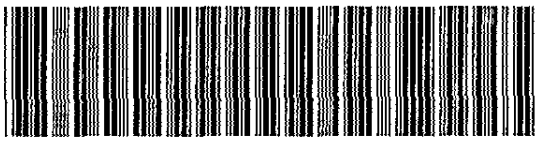
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TALLAHASSEE, FLORIDA

GRAY | ROBINSON
ATTORNEYS AT LAW

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February 23, 2004

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF INCORPORATION** and a check for **$87.50** for a **CERTIFIED COPY** and **CERTIFICATE OF STATUS** for the following entity:

DAYTONA BEACH COMMUNITY COLLEGE, INC.

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Debbie Frost

Debbie Frost
Office Administrator

/dyf
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DAYTONA BEACH COMMUNITY COLLEGE, INC.

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be DAYTONA BEACH COMMUNITY COLLEGE, INC.

ARTICLE II - PURPOSES

The purposes for which the corporation is organized are:

In particular, to: operate a community college for educational purposes within the State of Florida

In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

The purposes for which this corporation is organized shall be limited to those which are strictly charitable. In no event shall this corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation,

contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the corporation engage in subversive activities.

The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, director, trustee, creator or organizer of the corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the corporation.

The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE III - POWERS

The corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the corporation is organized. In no event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue

Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any private individual.

ARTICLE IV - MEMBERS

This Corporation shall have no Members.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI - EXECUTIVE COMMITTEE/OFFICERS

The affairs of the corporation shall be managed by an Executive Committee elected by a majority vote of the Board of Directors from among the current members of the Board of Directors consisting of a President, Vice President, Secretary and Treasurer. Each officer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy on the Board of Directors or in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term.

ARTICLE VII - NAMES OF OFFICERS

The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

Name	Office
D. Kent Sharples	President/Secretary
James E. Gardner	Chairman
Pramila S. Desai	Vice Chairman

ARTICLE VIII - FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be eight (8), and the names and addresses of the persons who are to serve as directors until the first election under these Articles of Incorporation are as follows:

Name	Address
Beatriz H. Burden	168 Snow Goose Court Daytona Beach, FL 32119
Lynnette J. Callender	21 Cedarview Court Palm Coast, FL 32137
William H. Davidson	10 Magnolia Lane Ormond Beach, FL 32174-9200
Pramila s. Desai	227 Fairway Drive Ormond Beach, FL 32176
James E. Gardner	5 Montilla Place Palm Coast, FL 32137
Peter E. Mallory	629 St. Andrews Circle New Smyrna Beach, FL 32169
Mary Ann Paul	675 Oaktree Terrace Deland, FL 32724
Joseph C. Petrock	112 Pauma Valley Court Daytona Beach, FL 32114

The number of directors shall be fixed in the By-Laws of this corporation. Directors shall be elected as provided in the By-Laws of this corporation.

ARTICLE IX - BY-LAWS

The By-Laws of the corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Directors at the annual meeting of the Directors or at a duly called meeting of the Directors in accordance with the By-Laws.

ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI - DISSOLUTION

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

301 E. Pine Street, Suite 1400
Orlando, Florida 32801

The name of the initial registered agent of this corporation shall be:

J. Darin Stewart

ARTICLE XIII - CORPORATION'S PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office and/or mailing address of this corporation shall be:

1200 West International Speedway Blvd.
Daytona Beach, FL 32120-2811

ARTICLE XIV - INCORPORATOR

The following is the name and street address of the incorporator signing these Articles:

J. Darin Stewart
301 E. Pine Street, Suite 1400
Orlando, Florida 32801

IN WITNESS WHEREOF, I have set my hand and seal this 20th day of February, 2004.

J. Darin Stewart

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the Registered Agent in the Articles of Incorporation of DAYTONA BEACH COMMUNITY COLLEGE, INC., I hereby accept and agree to act in this capacity.

Dated: February 20, 2004.

J. Darin Stewart

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TALLAHASSEE, FLORIDA