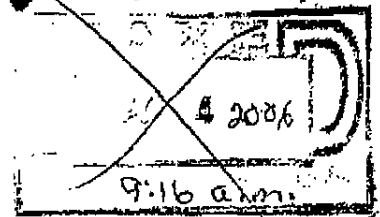


N06000004986

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet



Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000125201 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : KIRK PINKERTON, A PROFESSIONAL ASSOCIATION
Account Number : 071670002600
Phone : (941) 364-2409
Fax Number : (941) 364-2490

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 MAY -5 P 12:12

FILED

FLORIDA PROFIT/NON PROFIT CORPORATION

Excelsior Education & Training Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	056
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

5-8-06
1221

May-05-06 10:37

From-Kirk Pinkerton Law Firm

9413648227

T-662 P 002/007 F-200

850-205-0381

5/5/2006 10:05

PAGE 001/001

Florida Dept of State



May 5, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

KIRK FINKERTON

SUBJECT: EXELSIOR EDUCATION & TRAINING FOUNDATION, INC.
REF: W06000020965

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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

FAX Aud. #: H06000125201
Letter Number: 306A00031957

P.O BOX 6327 - Tallahassee, Florida 32314

FAX AUDIT # H06-125201

ARTICLES OF INCORPORATION
OF
EXCELSIOR EDUCATION & TRAINING FOUNDATION, INC.

The undersigned, for the purpose of forming a corporation not for profit pursuant to Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is:

Excelsior Education & Training Foundation, Inc.

Article 2. Mailing Address. The principal office and mailing address of the Corporation is:

9405 17TH Avenue N.W.
Bradenton, Florida 34209

Article 3. Duration. Corporate existence shall commence upon filing these Articles of Incorporation by the Secretary of State, and the duration of the Corporation is perpetual.

Article 4. Purpose. The Corporation is organized to educate, train and assist developmentally disabled individuals to overcome social, cultural, and economic problems so they may obtain productive employment in the community. This will be accomplished by providing training and educating the developmentally disabled individuals themselves and persons who provide care and training to such individuals through referrals to helpful agencies, personal counseling, social

Prepared by: David M. Silberstein, Esq.
Kirk Pinkerton
720 South Orange Avenue
Sarasota, Florida 34236
(941) 364-2481
Atty. Bar #0436879

FAX AUDIT # H06-125201

FILED
2006 MAY -3 P 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT # H06-125201

and recreational activities, on-the-job training by operating a retail thrift store, providing grants to certain individuals in furtherance of these purposes, and engaging in activities which are necessary, suitable or convenient for the accomplishment of those purposes.

The Corporation may also engage in such other charitable and educational activities, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding Section of any future federal tax code, generally related to or in furtherance of the above purposes.

Article 5. Powers. The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles. The Corporation shall not issue shares of stock. The Corporation is constituted so as to attract substantial support from contributions from persons in the community in which it operates and has not been formed for pecuniary profit or financial gain. The Corporation shall not distribute any part of its income to its members, directors, officers or other private persons, except that the Corporation may pay compensation in a reasonable amount to its members, directors, officers and employees for services rendered in furtherance of the purposes set forth in Article 4 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 any candidate for public office. Notwithstanding any other provision of these Articles, the

FAX AUDIT # H06-125201

FAX AUDIT #H06-125201

Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the Corporation, assets shall be distributed to such organization or organizations as may be selected by the last acting Board of Directors, which shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, after paying or making provisions for the payment of all liabilities of the Corporation. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of the Corporation is then located, exclusively for the purposes or to the organization or organizations as said court shall determine are organized and operated exclusively for charitable, educational, religious, or scientific purposes.

Article 6. Members. The qualification for and manner of admission of members shall be regulated by the Bylaws. The Corporation may have one or more classes of members as may be determined in the Bylaws.

Article 7. Management of Corporate Affairs.

A. Management - Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors composed of not less than

FAX AUDIT # H06-125201

FAX AUDIT #H06-125201

three (3) members, and such non-voting honorary members as determined by the Board of Directors.

The Board of Directors and any vacancy thereon shall be filled by the Board of Directors. Directors shall be elected as provided in the Bylaws.

B. Officers. The Officers of this Corporation shall be the Chair, the President, the Secretary, the Treasurer, and such other officers as the Board may determine to be necessary. The Board of Directors may elect and employ an executive director and/or any other officers and personnel it deems necessary.

Article 8. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 720 South Orange Avenue, Sarasota, Florida 34236, and the name of its initial Registered Agent at that address is David M. Silberstein.

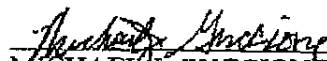
Article 9. Incorporator. The name and address of the Incorporator are as follows:

Michael J. Guccione 9405 17th Avenue Northwest
Bradenton, Florida 34209

Article 10. Bylaws. The first Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Directors in the manner provided by the Bylaws.

Article 11. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on this 4th day of May, 2006.


MICHAEL J. GUCCIONE
Incorporator

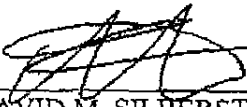
FAX AUDIT # H06-125201

FAX AUDIT # H06-125201

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of EXCELSIOR EDUCATION & TRAINING FOUNDATION, INC. which is contained in the foregoing Articles of Incorporation, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties, and accepts the duties and obligations of Section 617.0501, Florida Statutes.

DATED this 4th day of May, 2006.



DAVID M. SILBERSTEIN
Registered Agent

FILED
2006 MAY -5 P 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA