

Division of Corporations

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Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION**Global Connections for Employment, Inc.**

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T. Burch APR 26 2007



April 25, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BEGGS & LANE

SUBJECT: GLOBAL CONNECTIONS FOR EMPLOYMENT, INC.
REF: W07000019992

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FAX Aud. #: H07000108769
Letter Number: 107A00028093

BEGGS & LANE

GARY B. LEUCHTMAN

BOARD CERTIFIED IN
WILLS, TRUSTS & ESTATES

A REGISTERED LIMITED LIABILITY PARTNERSHIP
ATTORNEYS AND COUNSELLORS AT LAW
POST OFFICE BOX 12950
PENSACOLA, FLORIDA 32591-2950

501 COMMODORE STREET
PENSACOLA, FLORIDA 32501
TELEPHONE (850) 432-2451
TELECOPIER (850) 469-3330

W. SPENCER MITCHEM
OF COUNSEL

E. DIXIE BEGGS
1900 - 2001
GERT H. LANE
1917 - 1981

April 25, 2007

VIA FACSIMILE - (850) 205-0381 - 12 pages
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Global Connections for Employment, Inc.

FAX Aud. #: H07000108769


Letter Number: 107A00028093

Dear Sir:

In response to your April 25 rejection letter of the Articles of Corporation for the above, a copy of which is enclosed, please be advised that we represent Global Connections for Employment, LLC as well as Global Connections for Employment, Inc. These entities are formed by the same individuals and have the same interests. Therefore, we would request that you file the Articles of Corporation for Global Connections for Employment, Inc. at your earliest convenience and return confirmation of the same to us.

Should you have any questions or concerns please do not hesitate to contact me at your earliest convenience. Thank you for your assistance in this matter.

Yours very truly,


Gary B. Leuchtman
For the Firm

GBL/ac
Enclosures

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**ARTICLES OF INCORPORATION OF
GLOBAL CONNECTIONS FOR EMPLOYMENT, INC.
A FLORIDA NONPROFIT CORPORATION**

ARTICLE I.

The name of this corporation is Global Connections for Employment, Inc.

ARTICLE II.

The duration of this Corporation shall be perpetual, commencing with the filing of these Articles with the Department of State of the State of Florida.

ARTICLE III.

The Corporation is organized and shall be operated exclusively for charitable, scientific or educational purposes, all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended. In furtherance of such purpose, the Corporation may:

(a) Promote and support, by operational programs or by donation, loan, investment or disposition of funds for the use and benefit and in furtherance of the interests, purposes and missions of Lakeview Center, Inc., which corporation provides comprehensive treatment, training, education, or research in the area of mental health, substance abuse and vocational services during such period as Lakeview Center, Inc., shall be exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(b) Promote, create and provide vocational training and paid work opportunities for persons with disabilities and/or significant barriers to traditional employment for the purpose of promoting gainful employment, vocational training and education and other related laws purposes; and receive, maintain and administer funds and expend principal and income therefrom in furtherance of these purposes.

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(c) Borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and secure the same by mortgage, pledge or other lien on the Corporation's property.

(d) Do and perform all acts reasonably necessary to accomplish the purposes of the Corporation.

(e) Own, lease or otherwise deal with all property, real and personal, to be used in furtherance of these purposes, except that the corporation may not create or acquire wholly owned or controlled subsidiary entities without the express approval of the sole corporate member.

(f) Contract with other organizations, for-profit and not-for-profit, with individuals, and with governmental agencies in furtherance of these provisions.

(g) Otherwise operate exclusively for charitable, scientific or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code in the course of which operation:

- (i) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other 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 purposes set forth herein.
- (ii) 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

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in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code.

- (iii) Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an entity exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by an entity, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE IV.

No power or authority shall be exercised by the Directors, officers or employees of the Corporation in any manner or for any purpose whatsoever which may jeopardize the status of the Corporation as an exempt organization under Section 501(c)(3) of the Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE V

The Corporation shall have a sole member, namely Lakeview Center, Inc., a Florida not-for-profit company as described in Section 501(c)(3) of the Code. The sole member shall have such rights and powers provided voting members from time to time by the Florida Not For Profit Corporation Act and such duties and responsibilities as are provided in the Bylaws.

ARTICLE VI

The street address of the principal office of the Corporation is 1221 W. Lakeview Avenue, Pensacola, Florida or such other place as may from time to time be designated by the Board of Directors.

The street address of the initial registered office of the Corporation is 501 Commendancia Street, Pensacola, Florida.

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The name of the initial registered agent at such address is J. Nixon Daniel, III.

ARTICLE VII.

The Board of Directors of the Corporation shall consist of not less than eleven (11) nor more than seventeen (17) persons who shall be selected by the sole member.

The name and address of each person who is to serve as an initial director is as follows:

<u>Name</u>	<u>Address</u>
Vince Currie	P.O. Box 13330, Pensacola, FL 32591-3330
Deborah Ford	11000 University Parkway, Pensacola, FL 32514
Josephine Gamboa	1020 New Warrington Road, Pensacola, FL 32506
Jarl T. "JT" Young	One Energy Place, Pensacola, FL 35220-0788
Marcia Williams	5555 West Hwy. 98, Pensacola, FL 32534
Nelson Bradshaw	5055 Bayou Blvd., Pensacola, FL 32591-3290
Dale Jordan	25 West Cedar Street, #600, Pensacola, FL 32501
H. Britt Landrum, Jr.	6723 Plantation Road, Pensacola, FL 32504
Hunter Walker	6895 Caroline Street, Milton, FL 32570-4978
Charles Beall, Jr.	P.O. Box 13290, Pensacola, FL 32591-3290
Joseph G. Buchler	P.O. Box 13361, Pensacola, FL 32591-3361
William Hugh Hamilton, III	3400 Bayou Blvd., Pensacola, FL 32503
A. Stubblefield	P.O. Box 17500, Pensacola, FL 32522-7500
Michael L. Killam	4900 Bayou Blvd., Suite 212, Pensacola, FL 32503
Tim Wright	40 S. Alcaniz Street, Pensacola, FL 32502
David McDowell-Fleming	699 S. Highway 95-A, Cantonment, FL 32533

ARTICLE VIII.

The name and address of the incorporator of this Corporation is Gary Bembry, 1221 W. Lakeview Avenue, Pensacola, Florida.

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ARTICLE IX.

(a) The Corporation hereby indemnifies and agrees to hold harmless from claim, liability, loss or judgment any Director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action, suit or proceeding by or on behalf of the Corporation to procure a judgment in its favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as Director, officer, employee or agent of the Corporation or any other corporation, partnership, joint venture, trust or other enterprise in which he served at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, if such person acted in good faith in the reasonable belief that such action was in, or not opposed to, the best interests of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not create a presumption that any such Director or officer did not act in good faith in the reasonable belief that such action was in, or not opposed to, the best interests of the Corporation. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of gross negligence or willful misconduct in the performance of his duties to the Corporation.

(b) Any indemnification under paragraph (a) shall be made by the Corporation only as authorized in the specific case upon a determination that amounts for which a Director or officer seeks indemnification were properly incurred and that such Director or officer acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and that, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made either (1) by

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the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding, or (2) by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit or proceeding.

(c) The Corporation shall be entitled to assume the defense of any person seeking indemnification pursuant to the provisions of paragraph (a) above upon a preliminary determination by the Board of Directors that such person has met the applicable standards of conduct set forth in paragraph (a) above, and upon receipt of an undertaking by such person to repay all amounts expended by the Corporation in such defense, unless it shall ultimately be determined that such person is entitled to be indemnified by the Corporation as authorized in this article. If the Corporation elects to assume the defense, such defense shall be conducted by counsel chosen by it and not object to in writing for valid reasons by such person. In the event that the Corporation elects to assume the defense of any such person and retains such counsel, such person shall bear the fees and expenses of any additional counsel retained by him, unless there are conflicting interests between or among such person and other parties represented in the same action, suit or proceeding by the counsel retained by the Corporation, that are, for valid reasons, objected to in writing by such person, in which case the reasonable expenses of such additional representation shall be within the scope of the indemnification intended if such person is ultimately determined to be entitled thereto as authorized in this article.

(d) The foregoing rights of indemnification shall not be deemed to limit in any way the power of the Corporation to indemnify under any applicable law.

(e) The indemnification contained in this Article IX shall not constitute a waiver of the protection of Section 617.0834, Florida Statutes, or any other provision of law exonerating officers or directors of Florida not for profit corporations from liability.

ARTICLE X.

(a) The power of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The initial board of directors shall consist of the

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persons named herein above. Thereafter, the board of directors shall consist of such persons as may be chosen from time to time in accordance with the Corporation's Bylaws.

(b) The board of directors shall elect such officers as the bylaws of this Corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the organizational meeting of the board of directors.

ARTICLE XI.

The bylaws of the Corporation may be made, altered or rescinded by the affirmative vote of two-thirds of the directors present at any meeting of the Board of Directors at which a quorum is present, provided that a brief description of such proposed action shall have been published in or with the notice of the meeting and provided further that the sole member shall approve such action before it may become effective.

ARTICLE XII.

Amendments to these Articles of Incorporation may be proposed by one or more of the directors, and shall be adopted by the affirmative vote of two-thirds of the Directors present at any meeting of the Board of Directors at which a quorum is present, provided that a brief description of the proposed amendment(s) have been published in or with the notice of the meeting and provided further that the sole member shall approve such amendment(s) before the same may become effective.

ARTICLE XIII.


In the event of the dissolution of the corporation, the Board of Directors of the corporation, after paying or making provision for the payment of all of the liabilities of the corporation, shall dispose of all of the assets of the corporation to Lakeview Center, Inc., if then in existence and if qualified under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, otherwise in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific or educational purposes in the general area of

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Escambia County, Florida, as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors of the corporation shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation 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 purpose.

The undersigned, being the incorporator of this Corporation, for the purpose of forming this nonprofit corporation under the Laws of the State of Florida has executed these articles of incorporation on March 30, 2007.


GARY BEMBRY

STATE OF FLORIDA
COUNTY OF ESCAMBIA

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Gary Bembry, to me personally known or who has produced _____ as identification, and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed, who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 30 day of March, 2007.


NOTARY PUBLIC


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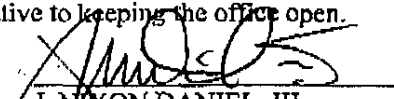
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 48.091 and 617.0501, the following is submitted:

The Global Connections for Employment, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated J. Nixon Daniel, III as its initial Registered Agent and Office.

By: 
Incorporator

Having been named Registered Agent for the above-stated Corporation, at the designated Registered Office, the undersigned, being familiar with the obligations associated with being designated as Registered Agent, hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping the office open.


J. NIXON DANIEL, III
Registered Agent

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