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FLORIDA PROFIT/NON PROFIT CORPORATION

~~On Track, Inc.~~ Tampa Work Force Development Inc.

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**ARTICLES OF INCORPORATION
OF
TAMPA WORK FORCE DEVELOPMENT INC.**

The undersigned incorporator hereby forms a corporation not for profit (the "Corporation") under the laws of the State of a Florida and specifically the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes.

Article I. Name. The name of the Corporation is **Tampa Work Force Development Inc.**

Article II. Address of Principal Office. The street address of the initial principal office of the Corporation, which also is the initial mailing address, is 3020 West Harbor View Avenue, Tampa, Florida 33611-1645

Article III. Purposes of the Corporation. The Corporation is hereby organized exclusively for charitable, scientific, and educational purposes, and consistent with such purposes and in furtherance, but not in limitation thereof, it shall initially develop and provide a multi-faceted program of supplemental counseling, teaching, and athletic and other developmental activities (the "Program") for boys and girls attending elementary school, middle school and high school (both academic and vocational) from grades 1 through 12, within a narrowly defined geographic area within the City of Tampa, Florida.

The Program shall be designed and implemented to promote and develop academic interest and achievement, positive social values, appreciation for the rule of law and understanding of the destructive effects of criminal activity, promotion of public safety, teamwork, individual responsibility, and systems and techniques to test, monitor and measure the impact and results of the counseling, teaching, and athletic and other developmental activities from the time they are initiated. The ultimate objective shall be to encourage and assist in the replication of the Program in other geographic areas of the United States.

All of the aforesaid purposes are intended to be within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States internal revenue law. All activities and operations of the Corporation are intended to be financed by contributions that qualify as contributions to exempt organizations under and as described in Section 501(c)(3) of the Code, and by funds raised through activities that may or may not qualify as tax exempt income, provided that such funds are used in furtherance of the Corporation's own tax exempt purposes and the Corporation retains control and discretion as to the use of such funds.

Article IV. Board of Directors. The affairs of the Corporation shall be managed by a Board of Directors (the "Board") of not less than three (3) persons, the number of which shall be fixed as set forth in the bylaws of the Corporation (the "Bylaws"). Each member of the Board shall have the title of Director and shall serve for the term specified in the Bylaws. All Directors shall be elected annually by the Board at the time and in the manner as prescribed by the Bylaws.

The officers of the Corporation shall be chosen by the Board in the manner and at the time provided in the Bylaws. If any such officer is not then a Director, such newly chosen officer shall thereby become a Director as well as an officer. The officers of the Corporation shall serve for the terms specified in the Bylaws. The President of the Corporation shall act as chairperson for all Board meetings.

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Article V. Initial Directors. The names and addresses of the initial Directors, who shall serve until their successors are duly elected and qualified, are:

Stanley G. Gray
3020 W. Harbor View Avenue
Tampa, Florida 33611

Casey Cathey
3106 W Dunwoodie Street
Tampa, Florida 33629

Rachael Nunn
5634 Skimmer Drive
Apollo Beach, Florida 33572

John Pembroke
3211 W. Hawthorne Road
Tampa, Florida 33611

James Pingel
211 W. Hawthorne Avenue
Tampa, Florida 33611

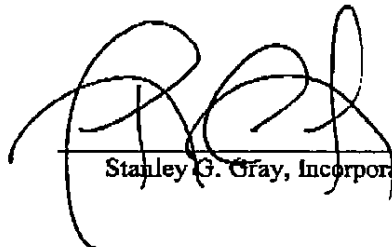
Article VI. Initial Registered Agent and Initial Registered Office. The name of the initial registered agent and the street address of the initial registered office of the Corporation are:

John B. Neukamm, Esq.
Mechanik Nuccio Hearne & Wester, P.A.
305 S. Boulevard
Tampa, FL 33606

Article VII. Incorporator. The name and the street address of the incorporator are:

Stanley G. Gray
3020 W. Harbor View Avenue
Tampa, Florida 33611-1645

13th IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the day of September 2011, in his capacity as the sole incorporator.



Stanley G. Gray, Incorporator

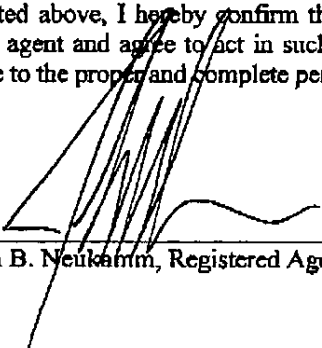
ARTICLES OF INCORPORATION

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above stated corporation, at the place designated above, I hereby confirm that I am familiar with and accept the obligations of the position of registered agent and agree to act in such capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: September 13, 2011

John B. Neukamm, Registered AgentAPPROVED
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TALLAHASSEE, FLORIDA

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