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# FLORIDA PROFIT/NON PROFIT CORPORATION

Global Connections to Employment, Inc.

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# ARTICLES OF INCORPORATION OF GLOBAL CONNECTIONS TO EMPLOYMENT, INC. A FLORIDA CORPORATION NOT FOR PROFIT

# ARTICLE I—Name

The name of this Corporation is Global Connections to Employment, Inc.

#### **ARTICLE II—Duration**

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-Purpose

The Corporation is organized and shall be operated exclusively for religious, charitable, scientific, testing for public safety, literary or educational purposes, including without limitation, the provision of vocational training and guidance to the disabled, unskilled and/or underemployed and the employment of severely disabled individuals (as defined in 41 U.S.C. 8501-8506), all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended (the "Code"). In furtherance of such purposes, the Corporation may, without limiting the generality of the foregoing:

- (a) Promote and support, by donation, loan or otherwise, the interests and purposes described above for the Corporation and other organizations that provide or conduct activities that fall within the category of Section 501(c)(3) and Section 509(a)(1) or Section 509(a)(2) of the Code providing or furthering the purposes described above.
- (b) Raise funds for the Corporation and any or all of the organizations described in Section 1(a) of this Article III from the public and from all other available sources, and receive and maintain such funds and expend principal and income therefrom in furtherance of these purposes.
- (c) Own, lease, or otherwise deal with all property, real and personal, to be used in (((H14000274899 3)))

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furtherance of these purposes.

- (d) Own or operate facilities or own other assets for public use and welfare in furtherance of these purposes.
- (e) Contract with other organizations, for profit and not-for-profit, with individuals, and with governmental agencies in furtherance of these purposes.
- (f) Otherwise operate exclusively for charitable, scientific, or educational purposes within the meaning of Section 501(c)(3) of the Code, such that in the course of that 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 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 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 in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the 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 a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

The Corporation shall not, as its primary activity, engage in a regular business of a kind ordinarily carried on for profit.

It is the intent of the sole member of the Corporation that the Corporation be a "qualified nonprofit agency for other severely disabled individuals" as defined in 41 U.S.C. 8501-8506. Accordingly, the Corporation shall endeavor to meet the requirements of 41 U.S.C. 8501 (6), as the same may be amended from time to time.

## ARTICLE IV-Non-Exempt Activity Prohibition

No power or authority shall be exercised by the member(s), 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 be reafter be amended.

#### ARTICLE V—Member(s)

Lakeview Center, Inc. ("LCI"), a Florida corporation not-for-profit, an entity that is exempt from federal income tax under Section 501(a) of the Internal Revenue Code (the "Code") as an organization described in Section 501(c)(3) thereof, shall be the sole member of this Corporation. Additional or successor members may be admitted, at such times and on such terms and conditions, as determined by the Corporation's board of directors in accordance with Corporation's bylaws.

#### ARTICLE VI—Addresses

The street address of the principal office of the Corporation is 1221 West Lakeview Avenue, Pensacola, Florida 32501. The mailing address of the Corporation is 1221 West Lakeview Avenue, Pensacola, Florida 32501.

#### ARTICLE VII—Registered Agent & Office

The street address of the initial registered office of the Corporation is 501 Commendencia Street, Pensacola, Florida 32502.

The name of the initial registered agent at such address is William H. Mitchem.

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## ARTICLE VIII—Incorporator

The name of the incorporator of this Corporation is William H. Mitchem, whose saddress is 501 Commendencia Street, Pensacola, Florida 32502.

#### ARTICLE IX—Directors

Subject to the powers of LCI set forth in the Corporation's bylaws, the power of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The initial number of directors of the Corporation shall be five (5); provided, however, that such number may be increased to as many as seventeen (17), or decreased to no less than five (5). The Corporation's board of directors shall consist of such persons as may be chosen from time to time in accordance with the Corporation's bylaws.

#### ARTICLE X-Amendment

Subject to the approval of the LCI Board of Directors, the Corporation's board of directors may amend these Articles of Incorporation by a majority vote of directors present at any regular or special meeting, provided that (a) written notice of the actual proposed amendment the articles shall have been given at least five (5) days preceding the meeting, or (b) a summary of the proposed amendment of the articles shall have been announced at the previous meeting and noted in the minutes, at least five (5) days having intervened between the two meetings and written notice as provided in (a) above having been given to each director absent from the meeting at which the announcement was made.

#### ARTICLE XI—Dissolution

In the event of the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute in any proportions thought wise all of the assets of the Corporation to LCI, if then in

existence and if qualified under Section 501(c)(3) of the Code or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the board of directors 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 purposes.

The undersigned, being the incorporator of this Corporation, for the purpose of forming this corporation not for profit under the Laws of the State of Florida has executed these Articles of Incorporation on November 26, 2014.

WILLIAM H. MITCHEM, Incorporator

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# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes, the following is submitted:

Global Connections to Employment, Inc., desiring to organize as a corporation not for profit under the laws of the State of Florida, has designated William H. Mitchem, 501 Commendencia Street, Pensacola, Florida 32502, as its initial Registered Agent and Office.

William H. Mitchem, Incorporator

Flaving been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

William H Mitchem

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