

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
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MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 627665

AUTHORIZATION : Patucio P. P. P.

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FILED
97 DEC -9 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : 12/9/97

ORDER TIME :

ORDER NO. : 627665

CUSTOMER NO:

CUSTOMER: Baker & Hestetter SunTrust

RECEIVED
97 DEC -9 PM 3:25
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: Education Political Committee, Inc.

XX amendment

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

700002367367--9

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Obens

EXAMINER'S INITIALS:

Am/Rest/12/10
DEC 12/10

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BUSINESSES FOR EDUCATION POLITICAL COMMITTEE, INC.

97 DEC -9 PM 3:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the requirements of Section 617.1007 of the Florida Not for Profit Corporation Act, the undersigned does hereby make, swear to, adopt and file these Amended and Restated Articles of Incorporation of BUSINESSES FOR EDUCATION POLITICAL COMMITTEE, INC. (the "Corporation"), which Corporation was incorporated in the State of Florida on August 7, 1992.

1. The Board of Trustees of the Corporation voted to adopt the Amended and Restated Articles of Incorporation of the Corporation pursuant to an Action by Written Consent of the Board of Trustees dated December 8, 1997. The votes cast by the Board of Trustees were sufficient for approval and the Members of the Corporation were not entitled to vote on such proposed amendments.

2. Articles I through X of the Corporation's Articles of Incorporation shall be amended and restated as follows:

"ARTICLE I
NAME

The name of this Corporation shall be: BUSINESSFORCE, INC.

ARTICLE II
PURPOSE

The purpose of the Corporation shall be to promote fair and responsible issues that enhance business; support candidates who recognize and are supportive of sound business practices; and to solicit contributions in aid of the purposes of the Corporation. All activities shall be conducted in accordance with the laws of Florida.

ARTICLE III
MEMBERSHIP

There shall not be any Members of the Corporation.

ARTICLE IV
DURATION

This Corporation shall exist perpetually.

ARTICLE V
SUBSCRIBERS

The names and addresses of the initial subscribers of the Corporation were as follows:

<u>Name</u>	<u>Residence Address</u>
Frederick W. Leonhardt	200 South Orange Avenue Suite 2600 Orlando, FL 32801
R. Van Bogan	2466 Via Sienna Winter Park, FL 32789
Theodore C. Pope	723 Baxter Avenue Orlando, FL 32806
W. Scott Gabrielson	109 East Church Street 5th Floor Orlando, FL 32801
Jacob V. Stuart	75 South Ivanhoe Boulevard Orlando, FL 32804

ARTICLE VI
BOARD OF TRUSTEES

The number of members of the Board of Trustees may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than three (3).

ARTICLE VII
BYLAWS

The Bylaws may be amended by the Board of Trustees as provided in the Bylaws.

ARTICLE VIII
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended from time to time by a vote of a majority of the members of the Board of Trustees.

ARTICLE IX
REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the registered office of this Corporation is 75 South Ivanhoe Boulevard, Orlando, Florida, and the name of the registered agent of the Corporation at that address is Jacob V. Stuart.

ARTICLE X
DISTRIBUTION OF ASSETS

No person, firm or corporation shall ever receive any dividend or share of the income from the undertaking of this Corporation, and upon its dissolution all assets shall be distributed as provided in the Bylaws."

DATED this 8th day of December, 1997.

BUSINESSES FOR EDUCATION POLITICAL
COMMITTEE, INC., a Florida
not-for-profit corporation

By: [Signature]
Dale Lindon
As its: President

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 8th day of December, 1997, by Dale Lindon, as President of BUSINESSES FOR EDUCATION POLITICAL COMMITTEE, INC., a Florida not-for-profit corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

[Signature]
(Notary Signature)

(NOTARY SEAL)

CAROL A. WALKER
(Notary Name Printed)
NOTARY PUBLIC
Commission No. _____

D:\1556BAE\2420697001\AMERESAO



Carol A. Walker
MY COMMISSION # CC615042 EXPIRES
February 16, 2000
BONDED THRU TROY FAIN INSURANCE, INC.