

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191 FAX

800-342-0086

N95000000191

CSC networks

MAIL TO:
P.O. Box 5820
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 524260 10234A

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : 9 122.50

ORDER DATE : January 12, 1995

ORDER TIME : 9:57 AM

ORDER NO. : 524260

CUSTOMER NO: 10234A

700001378217

CUSTOMER: Thomas W. Conely, III, Esq
CONELY & CONELY, P.A.

207 N.w. Second Street
Okeechobee, FL 34972

DOMESTIC FILING

N95000000191

NAME: OKEECHOBEE CORRECTIONAL
LEASING CORPORATION

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
95 JAN 12 AM 11:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

DM
1-13-95
C2/A

*WTS-913
02250, 226, 691*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 12, 1995

Please give us this file date

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: OKEECHOBEE CORRECTIONAL LEASING CORPORATION
Ref. Number: W95000000943

Resubmit

We have received your document for OKEECHOBEE CORRECTIONAL LEASING CORPORATION and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return 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 (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 295A00001544

65 JAN 13 1995
STATE OF FLORIDA
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FILED
95 JAN 12 AM 11:20
SEAL
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OKEECHOBEE CORRECTIONAL LEASING CORPORATION

ARTICLE I
NAME

The name of this corporation is OKEECHOBEE CORRECTIONAL LEASING CORPORATION, with its principal place of business at 207 N.W. Second Street, Okeechobee, Florida 34972.

ARTICLE II
PURPOSES

To facilitate the lease-purchase financing by the State of Florida Department of Corrections of a prison facility to be located in Okeechobee County, Florida, as the same may be expanded from time to time, through the issuance of Certificates of Participation and for no other purpose. The foregoing limited purpose shall expressly include the authority to execute a Ground Lease and a Master Lease Agreement with Option to Purchase, each with the State of Florida Department of Corrections, an Assignment of Leases, Rents and Profits, with an institutional trustee and to take such action and to execute other such documents or instruments as may be necessary, appropriate or useful in connection with the lease purchase financing.

ARTICLE III
DIRECTORS

The business and property of the Corporation shall be managed and controlled by a Board of Directors. The Directors shall be elected or appointed in the manner stated in the By-Laws. The number of Directors may be set from time to time by the By-Laws, except that the number shall at no time be less than three. The members of this corporation shall constitute its Board of Directors.

ARTICLE IV
LIMIT ON CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, subject to the limitations on such powers set forth herein and in this corporation's Bylaws, and provided that such powers shall be exercised only as necessary or useful to carry out the limited purpose of this corporation provided for herein.

ARTICLE V
MEMBERS

The name and address of the members of this corporation are as follows:

RICHARD D. COLEMAN, 205 North Parrott Avenue, Okeechobee, FL 34972
CHARLES R. SYFRETT, 501 S.W. 28th Terrace, Okeechobee, FL 34974
JOE MULLINS, 1409 South Parrott Avenue, Okeechobee, FL 34974
QUILLIE JOE HAZELLIEF, JR., 1539 S.E. 40th Avenue., Okeechobee, FL 34974
THOMAS L. CLOSE, 405 N.W. 3rd Avenue, Okeechobee, FL 34972

ARTICLE VI
DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation to the State of Florida Department of Corrections.

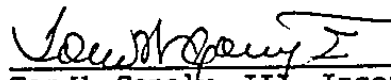
ARTICLE VII
INDEBTEDNESS

Other than the indebtedness associated with any lease purchase financing permitted and contemplated by Article II hereof, the corporation shall incur no indebtedness.

ARTICLE VIII
REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent shall be TOM W. CONELY, III, and the street address of the registered agent shall be 207 N.W. Second Street, Okeechobee, Florida 34972. The corporation shall have the right to designate registered agents without amending these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation has executed these Articles of Incorporation on January 11, 1995, pursuant to Section 617.01201 (6) (b), Florida Statutes, as amended.



Tom W. Conely, III, Incorporator

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The foregoing instrument was acknowledged before me this 11th day of January, 1995, by TOM W. CONELY, III, Incorporator of Okeechobee Correctional Leasing Corporation, a Florida not-for-profit corporation, on behalf of the corporation. He is personally known to me.



Betty Jean Lanier
Notary Public
BETTY JEAN LANIER
MY COMMISSION # CG 17946 EXPIRES
March 8, 1998
BONDED THROUGH TRISTAR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping said office open for service of process.

Tom W. Conely, III
Tom W. Conely, III

PREPARED BY:
Tom W. Conely, III
CONELY & CONELY, P.A.
207 N.W. Second Street
Okeechobee, Florida 34972-4190
(813) 763-3825