



PRENTICE HALL
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 072100000032

REFERENCE : 650271 9861A

AUTHORIZATION :

Patricia Puyot

COST LIMIT : \$ 70.00

ORDER DATE : July 28, 1995

ORDER TIME : 3:17 PM

ORDER NO. : 650271

CUSTOMER NO: 9861A

CUSTOMER: Jeffrey Tomassetti, Esq
A. JEFFREY TOMASSETTI, ESO

P. O. Box 1443

Fernandina Beach, FL 32035-1443

700001548957

DOMESTIC FILING

NAME: NASSAU COUNTY COALITION OF
SERVICE AGENCIES, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

T. BROWN AUG - 1 1995

FILED
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SECOND CLASS MAIL PERMIT
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

July 31, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: NASSAU COUNTY COALITION OF SERVICE AGENCIES, INC.
Ref. Number: W95000015307

We have received your document for NASSAU COUNTY COALITION OF SERVICE AGENCIES, INC. and the authorization to debit your account in the amount of \$70.00. 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.

Article VI states there will be Eight director(s), whereas Six is/are listed.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 095A00036063

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

NASSAU COUNTY COALITION OF SERVICE AGENCIES, INC.
(hereinafter referred to as NCCSA)

(A Corporation Not For Profit)

The undersigned being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, and in accordance with all pertinent laws of the State of Florida, do hereby subscribe and adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of this corporation is : Nassau County Coalition of Service Agencies, Inc. The initial principal address of the corporation is 1303 Jasmine Street, Fernandina Beach, Florida 32034.

ARTICLE II

Duration

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE III

Purposes

The general nature of the objects and purposes of this corporation are as follows:

(a) The purpose for which the Corporation is formed is to assist in ensuring that all local, city, state and federal monies come fairly and directly to Nassau County and disbursed in an appropriate manner to each Agency, to promote the welfare of all service agencies in Nassau County in the performance of their respective services.

(b) The Coalition will receive, maintain and accept, as assets of the corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a charitable organization or for any purpose other than charitable purposes, or which would jeopardize the Federal Income Tax exemption of this corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or acts in amendment thereof or substitution therefor.

In carrying out its purposes, the corporation may receive, hold, invest and reinvest gifts and grants of money or property, collect income, sell or lease property, and disburse funds to any person or organization, public or private.

This corporation is organized and will operate exclusively for exempt purposes.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to any, officer or director of this corporation or other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. No part of this corporation's activities shall consist of providing commercial type insurance.

Notwithstanding any other provision of these articles, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (the code) (or the corresponding provision of any future United States Internal Revenue Law) or (b) by any organization contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

Powers

This corporation shall have all powers provided for Corporations Not For Profit by Chapter 617 of the Florida Statutes or corresponding provisions of any subsequent statute, and all the powers of any other statute or law which do not in any way adversely

affect the corporation's status as a corporation not for profit under Chapter 617 of the Florida Statutes.

ARTICLE V

Registered Office and Registered Agent

The street address and city of the initial registered office of the corporation is 406 Ash Street, Fernandina Beach, Florida 32034, and the name of its initial registered agent at such address is A. Jeffrey Tomassetti.

ARTICLE VI

Directors

The manner in which the directors have been elected or appointed is as stated in the bylaws.

This corporation shall have six (6) directors initially. The number of directors may be increased or diminished from time to time as provided in the By-laws but shall never be less than three (3). The names and addresses of the persons who are to serve as the initial directors are:

Chip Oxley
P. O. Box 1908
Callahan, FL 32011
879-2250

Rachel Sutton
1303 Jasmine Street
Fernandina Beach, FL 32034
261-9453

Beth Strickland
P. O. Box 156
Fernandina Beach, FL 32035
261-7899

Betty Cook
Route 1, Box 1080
Callahan, FL 32011
879-3821

Shiela Fountain
500 Centre Street
Fernandina Beach, FL 32034
261-5571

Barbara Lamp-Peebles
130 North 3rd Street
Fernandina Beach, FL 32035
261-0156

ARTICLE VII

Non Stock Basis

This corporation is organized upon a non-stock basis.

ARTICLE VIII

Incorporator

The names and addresses of the incorporator of these Articles of Incorporation is Rachel D. Sutton, 1303 Jasmine Street, Fernandian Beach, FL 32034

ARTICLE IX

Officers

There shall be a Chairperson, a Vice Chairperson, Secretary/Treasurer, and Immediate Past Chairperson, who will manage the affairs of the corporation, as well as such other officers as may be prescribed from time to time in the By-laws. The officers shall be elected at the annual meeting of the corporation and shall serve until their successors are elected and qualified. The officers shall serve such terms and perform such duties as may be prescribed from time to time in the By-laws. The following persons shall constitute the initial officers of the corporation to serve until their successors have been elected and qualified:

Chairperson	-	Rachel D. Sutton
Vice Chairperson	-	Chip Oxley
Secretary/Treasurer	-	Beth Strickland

ARTICLE X

Bylaws

The Board of Directors of this corporation shall adopt Bylaws not inconsistent with these Articles of Incorporation for the conduct of the corporation's business and the carrying out of its purposes. The Bylaws may be amended, altered or rescinded in whole or in part, from time to time, by a majority vote of the directors present at a meeting at which a quorum is present; provided, however, the Proposed Amendment must be submitted in writing with at least ten (10) days' notice.

ARTICLE XI

Dissolution

Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this corporation, dispose of all of the assets of this corporation exclusively for the purposes of this organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code

(or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court in and for the Judicial Circuit in which the principal office of this 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.

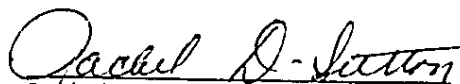
ARTICLE XII

Amendments to Articles of Incorporation

These Articles of Incorporation may be amended from time to time as provided by the laws of Florida applicable to corporations not for profit. In the event there shall be no specific provision, or adequate provisions, for such amendment under Florida law at the time of such intended amendment, then the manner of amendment shall be that manner of amendment provided under Florida Statutes 617.017 (1985), to the extent this Statute does not conflict with applicable law then in effect.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has executed these Articles of Incorporation this

13th day of July 1995.



Rachel D. Sutton
1303 Jasmine Street
Fernandina Beach, Florida 32034

STATE OF FLORIDA

COUNTY OF NASSAU

BEFORE ME, the undersigned authority, personally appeared Rachel D. Sutton, the person named above, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and she severally acknowledged and before me that they executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fernandina Beach, Nassau County, Florida, this 13th day of July, 1995.



CATHERINE IRENE DUPUIS
MY COMMISSION # CC397503 EXPIRES
August 3, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Catherine Irene Dupuis
Notary Public, State of Florida
at Large
My Commission Expires: 8-3-98

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That NASSAU COUNTY COALITION OF SERVICE AGENCIES INC., (a corporation not for profit), desiring to organize under the laws of the State of Florida,

with its registered office as indicated in the Articles of Incorporation at Fernandina Beach, Nassau County, Florida, has named A. Jeffrey Tomassetti, 406 Ash Street, Fernandina Beach, Florida 32034, at such registered office as its agent to accept service of process within this state.

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


A. Jeffrey Tomassetti

(inc\artinc)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA