

SRCA
7-0283

N9600000296

Taylor, Brian, Baker & Greene
Taylor, Brian, Baker & Greene
(Requestor's Name)
225 S. Adams St. Suite 250
(Address)
TALL. FL 32301
(City, State, Zip) (Phone #)

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OFFICE USE ONLY

Questions
Kelly Plante 222-7717

FILED
96 JAN 18 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- Retraining Industries + Skills Enhancement, Inc.
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

Walk in Pick up time 1:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 JAN 18 AM 9:35
DIVISION OF CORPORATION

Examiner's Initials
B. BROWN JAN 18 1996

COUNTY OF LEON
STATE OF FLORIDA

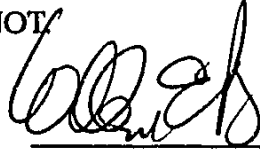
AFFIDAVIT

Before me, the undersigned authority, personally appeared Wilbur E. Brewton, who, being first duly sworn, deposes and says that:

1. I am the sole Director and President of Retraining Industries and Skills Enhancement, Inc.
2. There was never any stock issued by the corporation, and Board of Directors voted to dissolve the corporation on December 20, 1995.
3. The Articles of Dissolution were filed with the Secretary of State's Office on January 16, 1996.
4. At no time will this corporation be reinstated, and the dissolution will not be withdrawn.

5. Affiant hereby releases the name "Retraining Industries and Skills Enhancement, Inc.", and authorizes Pamela Jo Davis to use such name.

FURTHER AFFIANT SAYETH NOT



Affiant, Wilbur E. Brewton
Director and President

The foregoing instrument was acknowledged before me this 18th day of January, 1996, by Wilbur E. Brewton, as Director and President of Retraining Industries and Skills Enhancement, Inc., who is personally known to me and who did take an oath.



Celisa D. Gay, Notary Public
My Commission Expires:



CELISA D GAY
My Commission CC293644
Expires Jun. 09, 1997
Bonded by HAI
800-422-1858

**ARTICLES OF INCORPORATION OF
RETRAINING INDUSTRIES AND SKILLS ENHANCEMENT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

ARTICLE I

The name of the corporation shall be:

RETRAINING INDUSTRIES AND SKILLS ENHANCEMENT, INC.

The corporation may at its pleasure, by a vote of a majority, plus one, of the membership body, change its name.

The initial place of business shall be:

5540 Rio Vista Drive
Clearwater, Florida 34620

The corporate headquarters may be changed from time to time by approval of the Board of Directors.

ARTICLE II

The period of duration of this corporation shall be perpetual unless dissolved according to law.

ARTICLE III

The purposes for which the corporation is organized are:

- (a) To provide training opportunities for ex-offenders,

probationers, and others through manufacturing and service related industries, and other lawful business as might be properly determined by the Board of Directors.

(b) To do all things to facilitate job training and placement for participating workers that will enhance the opportunity for such workers to serve in relevant and meaningful jobs in the future, reducing the chances of such individuals becoming solely dependant on tax supported social programs or entering or returning to the correctional system.

(c) To develop, establish, and maintain a system of education, vocational, industrial, and rehabilitative programs to provide employment for the ex-offenders, probationers, and others; these programs are to be designed to be operated as profit-making, free enterprise ventures employing such workers.

(d) To acquire, purchase, lease, mortgage and deal in all types of property, real and personal, which may be necessary to accomplish the general objectives herein stated, including the leasing or purchase of facilities, equipment, machinery and any other related items as the corporation may deem necessary.

(e) To encourage the goodwill and harmony between private enterprises, concerned state and local agencies and the corporation's industries necessary to accomplish the stated objectives.

(f) To solicit and receive funds, gifts, endowments, donations, grants, devises and bequests to be used by the corporation in furtherance of the stated objectives.

(g) To exercise all the powers enumerated in Chapter 617, Florida Statutes, and to transact any other lawful business for which the corporation may engage.

This corporation is organized exclusively for public purposes as a not-for-profit corporation within the meaning of Section 501(c) of the Internal Revenue Code, 1954 as amended, and its activities shall be conducted for such purposes in such manner that no part of its net earnings shall inure or be for the benefit of any member, director, officer or individual. In addition, the corporation shall be authorized to exercise the powers permitted non-profit corporations under Chapter 617, Florida Statutes; provided, however, that the corporation in exercising any one or more powers shall do so in furtherance of the exempt purposes for which it has been organized as described in s. 501.(a)(3) of the Internal Revenue Code, 1954, as amended.

ARTICLE IV

There shall be no less than three (3) members of the corporation. The qualifications for members and the manner of their admission shall be as set forth in the By-Laws of the corporation, provided however, that the President of the corporation shall automatically be a member of the corporation. The actual number of members of the corporation may be set from time to time by the Board of Directors.

ARTICLE V

The number constituting the initial Board of Directors of the corporation is eleven (11), and the names and addresses of the persons who are to serve initially are:

<u>NAME</u>	<u>ADDRESS</u>
Cecilia Bryant	1400 Prudential Drive #7 Jacksonville, FL 32207
Pamela Jo Davis	5540 Rio Vista Drive Clearwater, FL
R. Ray Goode	Ryder System, Inc. 3600 NW 82nd Avenue Miami, FL 33166
Dr. Frederick S. Humphries	Florida A & M University Foote-Hilyar Administration Bldg Tallahassee, FL 32307
Maria Camila Leiva	2305 NW 107th Avenue Maimi, FL 33172
Randall L. May	P.O. Box 654 Cape Canaveral, FL 32920
Daniel J. Miller	2529 Betton Woods Drive Tallahassee, Florida 32312
C.H. Oglvie, Jr.	1621 North Mills Avenue Orlando, FL 32803
Lacene E. Orvis	19469 Pine Tree Drive Tequesta, FL 33469
Jorge M. Perez	2828 Coral Way, Penthouse Suite Miami, FL 33145
James J. Reeves	730 Bayfront Parkway Pensacola, Florida 32501

ARTICLE VI

This corporation shall be organized under a non-stock basis.

ARTICLE VII

The corporation may amend, alter or repeal any provision of the articles of incorporation in the manner now or hereinafter prescribed by statute. Such amendments shall be adopted with the approval of the Board of Directors at a meeting for which notice has been given that such amendments are to be considered.

ARTICLE VIII

The By-Laws of this corporation shall be altered, rescinded, or amended in the following manner:

The original By-laws shall be adopted by a two-thirds vote of the Board of Directors herein named to manage the affairs of the corporation. Such By-Laws as are adopted in this manner may be altered, rescinded or amended by a two-thirds vote of any regular or special meeting of the Board of Directors, a quorum being present.

ARTICLE IX

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the

Federal, State or Local Government for exclusive public purpose. None of these assets will be distributed by or to any member, officer or director of this corporation or any other entity.

ARTICLE X

The name and address of the sole incorporator is:

Pamela Jo Davis
5540 Rio Vista
Clearwater, FL 34620.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation containing ten (10) articles; this 18th day of January, 1996.

[Handwritten signature of Pamela Jo Davis]

Pamela Jo Davis, Incorporator

STATE OF FLORIDA
COUNTY OF LEON

THE FOREGOING instrument was acknowledged and sworn before me this 18th day of January, 1996, by Pamela Jo Davis, of Retraining Industries and Skills Enhancement, Inc., who is personally known to me.

[Handwritten signature of Esther R. Knightly]

Notary Public
My Commission Expires

KBP/cdg
CORP R-2000
11/15/93



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office and the registered agent, in the State of Florida.

1. The name of the corporation is:
 RETRAINING INDUSTRIES AND SKILLS ENHANCEMENT, INC.
2. The name and address of the registered agent and office

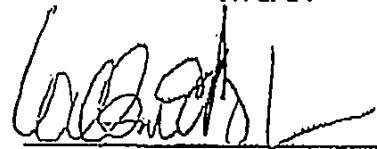
is:

Wilbur E. Brewton
225 South Adams Street, Suite 250
Tallahassee, Florida 32301



Pamela Jo Davis, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Wilbur E. Brewton

Date: January 18, 1996

FILED
 06 JAN 18 AM 11:48
 FEDERAL BUREAU OF INVESTIGATION
 TALLAHASSEE, FLORIDA

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