

LYNN WELTER SHERMAN

ATTORNEY AT LAW

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Handwritten: 796000000363

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Perkins Magnet Endowment, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for Perkins Magnet Endowment, Inc., a not for profit corporation. Also enclosed is a check in the amount of \$70.00, representing payment of the filing fee and registered agent designation fee.

Please return the date stamped Article to me at the above-captioned address. Of course, please let me know if you require any further documentation.

Sincerely,

Handwritten: Lynn Welter Sherman
Lynn Welter Sherman

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ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

Article 1 NAME

The name of the Corporation is Perkins Magnet Endowment, Inc.

Article 2 PURPOSES

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and within this meaning the purpose of the Corporation is to receive contributions and to distribute them solely for the support and benefit of the Perkins Elementary School and its educational activities. In furtherance of these purposes, the Corporation may exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporation, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

Article 3 DURATION

The duration of the Corporation is perpetual.

Article 4 LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees, Officers, or other private purposes, 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 in Article 2 (Purposes) hereof. 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

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political campaign on behalf of any candidate for public office. Notwithstanding any other provision 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 Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

Article 5 DISSOLUTION

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)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purposes. 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 of to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 6 MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws shall provide for the qualifications of Voting Members, and may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Lynn Welter Sherman
1565 Eden Isle Boulevard, N.E.
St. Petersburg, Florida 33704

Lisa Morris Everett
600 21st Avenue N.E.
St. Petersburg, Florida 33704

Diana Dickson
535 20th Avenue N.E.
St. Petersburg, Florida 33704

Article 7
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Office of the Corporation is 111 2nd Avenue N.E., Suite 900, St. Petersburg, Florida 33701, and the name of its initial Registered Agent at the address is Lynn Welter Sherman.

Article 8
INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is three (3). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for *ex officio* and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Lynn Welter Sherman
1565 Eden Isle Boulevard, N.E.
St. Petersburg, Florida 33704

Lisa Morris Everett
600 21st Avenue N.E.
St. Petersburg, Florida 33704

Diana Dickson
535 20th Avenue N.E.
St. Petersburg, Florida 33704

Article 9
OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

President: Diana Dickson
535 20th Avenue N.E.
St. Petersburg, Florida 33704

Vice President: Lisa Morris Everett
600 21st Avenue N.E.
St. Petersburg, Florida 33704

Secretary: Lynn Welter Sherman
1565 Eden Isle Boulevard, N.E.
St. Petersburg, Florida 33704

Treasurer: Diana Dickson
535 20th Avenue N.E.
St. Petersburg, Florida 33704

Article 10 INCORPORATORS

The name and address of each Incorporator is as follows:

Lynn Welter Sherman
1565 Eden Isle Boulevard, N.E.
St. Petersburg, Florida 33704

Article 11 BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

Article 12 AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

Article 13 INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

Article 14
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of filing of these Articles of Incorporation with the Secretary of State.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 12th day of January, 1996.

Lynn Welter Sherman
Incorporator

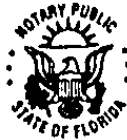
State of Florida)
County of Pinellas)

Before me, personally appeared Lynn Welter Sherman, to me well known and known to me to be the persons described in and who executed the foregoing instrument, and who acknowledged to and before me that she executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 12 day of January, 1996, in the aforesaid county and state.

[Signature]
Notary Public

My Commission Expires:



DEBBIE FINLEY
My Commission CG274720
Expires Apr 06, 1997
Bonded By ANB
H:0-852-5878

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the Corporation is Perkins Magnet Endowment, Inc..
2. The name and address of the registered agent and office is

Lynn Welter Sherman
111 Second Avenue N.E., Suite 900
St. Petersburg, Florida 33701

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature: Lynn Sherman

Title: Secretary

Date: 1-12-96

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.

Signature: Lynn Sherman

Date: 1-12-96