

Ng6000001282
Brown & Marshall
Attorneys at Law

Rendell Brown
(407) 833-7048

CORPUS BUILDING, SUITE 817
310 CLEMATIS STREET
WEST PALM BEACH, FLORIDA 33401
OFFICE: (407) 833-3174
FAX: (407) 833-1447

Samuel T. Marshall, II
(407) 833-7047

RECEIVED
FEB 29 1996
TALLAHASSEE, FLORIDA

February 29, 1996

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

600001781236
-03/04/96--01099--016
****122.50 ****122.50

Dear Sir/Madam:

RE: A PAL, INC.

Please find enclosed the original Articles of Incorporation of A Pal, Inc. for filing with the Department of State along with one (1) copy of articles for certification by you.

You will also find enclosed a check in the amount of \$ 122.50 to cover the costs associated with filing and providing a certified copy of articles.

Sincerely,

Samuel T. Marshall, II

Samuel T. Marshall, II
BROWN AND MARSHALL
Attorneys at Law

mlt

3/1/96

TB

**ARTICLES OF INCORPORATION
OF
A PAL, INC.**

Notice is heroby given that the undersigned subscriber of these Articles of Incorporation desiring to form a corporation not for profit, without capital stock, under the provisions of Chapter 617, Florida Statutes does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, does hereby make, subscribe, acknowledge and file these Article of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be A PAL, INC., located 4754 Holly Lake Drive, Lake Worth, Florida 33463. The mailing address of the corporation shall be P O Box 5412, Lake Worth, Florida 33461.

ARTICLE II

DURATION

The corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE III

CORPORATE PURPOSE

The specific purpose for which the corporation is organized is to raise, receive and maintain a fund or funds of personal property and to distribute and administer the fund or funds including any income or interest generated therefrom, exclusively for education, literary, charitable, scientific and religious purposes within the meaning of section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Revenue Law.

ARTICLE IV

MEMBERS

Any person shall be eligible for membership in this corporation upon application and approval as provided in the by-laws of the corporation.

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial registered office of the corporation shall be 4754 Holly Lake Drive, Lake Worth, Florida 33463, and the initial registered agent of the corporation shall be DIANE CARTULLO.

ARTICLE VI

DIRECTORS

There shall be three (3) members of the initial Board of Directors of the Corporation. The names and addresses of the persons who are able to serve as Directors until the first annual meeting are as follows:

BILL BACHMAN
1205 Mathis Street
Lake Worth, Florida 33461

JOSEPH FISCHETTI
P O BOX 5412
Lake Worth, Florida 33461

DIANE CARTULLO
4754 Holly Lake Drive
Lake Worth, Florida 33463

ARTICLE VII

ELECTIONS AND APPOINTMENT OF DIRECTORS

Elections and appointment of directors of the corporation shall be done as provided in the by-laws of the corporation.

ARTICLE VIII

CORPORATE POWERS

The corporation shall exercise all corporate powers as enumerated in section 617.0302, Florida Statutes. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding of any future United State Internal Revenue Law.

ARTICLE IX

DEDICATION OF ASSETS

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be

disposed of by the Circuit Court of the County in which the principal office of the 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 X

INCORPORATOR

The name and residence address of the subscriber of these Articles of Incorporation is:

BILL BACHMAN
1205 Mathis Street
Lake Worth, Florida 33461


IN WITNESS WHEREOF, I BILL BACHMAN, have subscribed my name on this 28th day of February, 1996.


BILL BACHMAN

STATE OF FLORIDA
COUNTY OF PALM BEACH

On this 28th day of February, 1996, before me a notary public in the State of Florida and the County of Palm Beach, personally appeared BILL BACHMAN known to me to be the person named in the foregoing instrument, who executed it, and who acknowledged such execution for the purposes contained in the instrument.

IN WITNESS WHEREOF, I sign here and set my official seal.


Notary Public State of Florida
Martha L. Tisdal
Print or Type Name of Notary Public



Martha L. Tisdal
MY COMMISSION # CC513031 EXPIRES
January 18, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

Personally Known X or
Type of Identification Produced

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the corporation is : A PAL, INC.
2. The name and address of the registered agent and office is: DIANE CARTULLO
4754 Holly Lake Drive
Lake Worth, Florida 33463

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.


DIANE CARTULLO, Registered Agent