

N96000003547
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UPS

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Escarosa Regional Workforce Development Board, Inc.

Gentlemen:

Enclosed for filing and approval are the original and a copy of Articles of Incorporation of the above-referenced not-for-profit corporation.

We have reserved the above-referenced name for the use of our client. The reservation number is R96000002996.

Also enclosed is our check in the amount of \$122.50 filing fee and for a certified copy.

Please acknowledge and return the certified copy to me.

Thank you for your attention to this matter.

Very truly yours,

Robert W. Kievit
Robert W. Kievit

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R96-2996

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ARTICLES OF INCORPORATION
OF
ESCAROSA REGIONAL WORKFORCE DEVELOPMENT BOARD, INC.
(A Florida Corporation Not For Profit)

ARTICLE I. NAME

The name of the corporation shall be ESCAROSA REGIONAL WORKFORCE DEVELOPMENT BOARD, INC.

ARTICLE II. DURATION

The duration of the corporation shall be perpetual and its existence shall commence on the first day of July, 1996.

ARTICLE III. PURPOSE

The corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding portions of any future United States Internal Revenue Law), including, to the extent permitted by Section 501(c)(3), the support of the workforce development strategy of the State of Florida through the training of and assistance to individuals in order to prepare them to meet the needs of employers for qualified personnel.

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 political campaign on behalf of any candidate for public office.

The corporation is and shall remain a corporation not for profit. The corporation shall not have nor issue shares of stock. No dividends shall be paid and no part of the net earnings of the corporation shall inure to the benefit of its members, directors or officers, or to the benefit of any private individual.

ARTICLE IV. PRINCIPAL OFFICE

The street address of the initial principal office of the corporation and the mailing address of the corporation are 3300 North Pace Boulevard, Suite 501, Pensacola, Florida 32505.

ARTICLE V. BOARD OF DIRECTORS

The corporation shall initially have 31 directors. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than three. The method of election of directors shall be as stated in the bylaws.

ARTICLE VI. INCORPORATOR

The incorporator of the corporation is Denis A. McKinnon, whose address is 3300 North Pace Boulevard, Suite 501, Pensacola, Florida 32505.

ARTICLE VII. REGISTERED AGENT

The initial registered agent of the corporation is the law firm of RAY, KIEVIT & KELLY, P.A., 15 West Main Street, Pensacola, Florida, 32501.

ARTICLE VIII. BYLAWS

The Board of Directors may provide such bylaws for the governing of the corporation and the carrying out of its purposes as it may deem necessary. The bylaws may be repealed or amended,

and new bylaws may be adopted, by the Board of Directors.

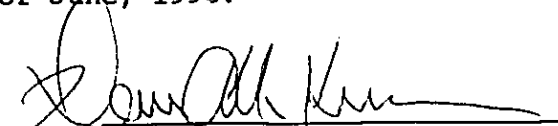
ARTICLE IX. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividends or profits from the undertakings of the corporation. In the event of dissolution, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or the corresponding sections of any prior or future United States Internal Revenue Law, or to state or local government for exclusive public purposes, and none of the assets shall be distributed to any member, director or officer of the corporation.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

The undersigned incorporator has executed these Articles of Incorporation this 28th day of June, 1996.


DENIS A. MCKINNON

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 29th day of June, 1996, by DENIS A. MCKINNON, who is personally known to me.



ROBERT W. KIEVIT
My Comm Exp. 10/26/99
Bonded by Service Ins
No. CC492951
 Personally Known Other I.D.

SIGN: Robert W. Kievit
Notary Public, State of Florida

Having been named to accept the service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, at the place designated in the Articles of Incorporation, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of law relative to keeping open said office.

DATED this 29th day of June, 1996.

RAY, KIEVIT & KELLY, P.A.

By: Robert W. Kievit
Robert W. Kievit, President

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