

N 96 0000 03597

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
\_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*[Handwritten signature]*

P. CHESSER JUL 9 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY \_\_\_\_\_

WALK-IN Will Pick Up 7/8 12:00

of No 53123  
RE: Job-training Centers Inc

Capital Express™  
☒ Art. of Inc. File  
Corp. Record Search  
Ltd. Partnership File  
Foreign Corp. File  
☒ ( ) Cert. Copy(s)

Art. of Amend. File  
Dissolution/Withdrawal  
C U S-  
Fictitious Name File

Name Reservation  
Annual Report/Reinstatement  
Reg. Agent Service  
Document Filing

Corporate Kit  
Vehicle Search  
Driving Record  
Document Retrieval

UCC 1 or 3 File  
UCC 11 Search  
UCC 11 Retrieval  
File No.'s. \_\_\_\_\_ Copies

Courier Service \_\_\_\_\_  
Shipping/Handling  
Phone ( ) \_\_\_\_\_  
Top Priority \_\_\_\_\_  
Express Mail Prep. \_\_\_\_\_  
FAX ( ) \_\_\_\_\_ pgs.

SUBTOTALS \_\_\_\_\_

FEE..... \$  
DISBURSED..... \$  
SURCHARGE..... \$  
TAX on corporate supplies..... \$  
SUBTOTAL..... \$  
PREPAID..... \$  
BALANCE DUE..... \$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 8, 1996

CAP CONN

TALL, FL 32301

**SUBJECT: JOB TRAINING CENTERS, INC.**  
**Ref. Number: W96000014217**

FILED  
96 JUL -9 AM 11:20  
TALLAHASSEE, FLORIDA

We have received your document for JOB TRAINING CENTERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6904.

**Freida Chesser**  
**Corporate Specialist**

Letter Number: 996A00033132

Completed

1990

**ARTICLES OF INCORPORATION  
OF  
JOB TRAINING CENTERS, INC.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation is Job Training Centers, Inc.

The principle address is 3405 N.W. Federal Hwy. Suite 101, Jensen Beach, FL 34957.

**ARTICLE II - NATURE**

This is a nonprofit corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

**ARTICLE III - DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV - GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

1. To promote, organize, manage and monitor programs to prepare youth and unskilled adults for entry into the labor force and to afford job training to those economically disadvantaged individuals, individuals facing serious barriers to employment and other individuals who are in need of such training to obtain productive employment.
2. To enlist and increase the voluntary support and cooperation of private employers and employer groups, public and private service agencies, educators, governmental bodies for the programs sponsored so as to increase private sector employment opportunities for economically disadvantaged persons as well as other persons and to enhance the overall economic and social well-being of the community.
3. To provide for continuous analysis of the need for employment training and related services, including efforts to reduce and eliminate artificial barriers to employment.
4. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1936, as amended, or under any corresponding provisions of any subsequent federal tax laws covering the

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9-9 AM 11:30  
CLERK OF COURT  
JENSEN BEACH, FLORIDA

distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code.

#### **ARTICLE V - MEMBERSHIP**

The corporation shall have not less than three (3) nor more than fifteen (15) members who shall constitute the Board of Directors of the corporation.

The Membership of the Corporation shall consist of the following:

Membership in the corporation shall be limited to those persons selected by the Board of Directors and shall be representatives of the private sector who shall be owners of business concerns, chief executives or chief operating officers of non-governmental employers or other private sector executives who have substantial management or policy responsibility. The initial Board of Directors shall be appointed by the Board of Directors of the Jobs and Education Partnership Region 20 Board, Inc.

The term of membership shall be for three (3) years, provided, however, that the initial members shall serve staggered terms such that one-third (1/3) of the initial members shall be appointed for one (1) year, one-third (1/3) of the initial members shall be appointed for two years and one-third (1/3) of the initial members shall be appointed for three years. Upon expiration of each initial term, each new member will be appointed to a three (3) year term. All vacancies in membership shall be appointed by the Board.

Any member in good standing may be reappointed for a successive term by the Board of Directors.

Each Director shall have the rights and duties of a Director under the Florida Not For Profit Corporations Act, provided, however, that it shall be the express duty of each member to attend meetings of the Board and each committee to which each such member is assigned and to vote on all matters before the Board or committee, unless a conflict of interest is declared.

Any member who fails to attend three consecutive regular or special meetings of the Corporation, or any committee to which such member is assigned, shall be removed as a member of the Corporation unless such absences are excused by the Corporation.

#### **ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors composed of all members of the corporation. The names and addresses of the initial members of the Board of Directors are as follows:

Rickey L. Farrell  
1595 SE Port St Lucie Blvd  
Port St. Lucie, FL 34952

I.A. Mascioli  
1004 South U.S. Hwy One  
Fort Pierce, FL 34950

Christopher Fogal  
415 South Second Street  
Suite 200  
Fort Pierce, FL 34950

Ken Pruitt  
2500 SE Midport Road  
Suite 320  
Port St. Lucie, FL 34952

B. Corporate Officers. The Board of Directors shall elect a Chairman, Vice Chairman and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Chairman: Christopher Fogal  
415 South Second Street  
Suite 200  
Fort Pierce, FL 34950

Vice-Chairman: Rickey L. Farrell  
1595 SE Port St. Lucie Blvd.  
Port St. Lucie, FL 34952

#### ARTICLE VII - EARNINGS & ACTIVITIES OF THE CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, 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 IV hereof.

B. 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.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the 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 of 1986, (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE VIII - DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation 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 Internal Revenue Code of 1986 (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 a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE I - SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are as follows:

Rickey L. Farrell	4590 McCarty Road Fort Pierce, FL 34946
I.A. Mascioli	1804 South Ocean Drive Fort Pierce, FL 34949
Christopher Fogal	502 NW Kilpatrick Avenue Port St. Lucie, FL 34983
Ken Pruitt	3012 SW Collings Drive Port St. Lucie, FL 34953

#### ARTICLE X - AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws and any limitations set forth in the Corporation Not for Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the

procedure set forth in the bylaws.

#### ARTICLE XI - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### ARTICLE XII - REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 1595 SE Port St. Lucie Boulevard, Port St. Lucie, Florida 34952 and the name of its registered agent at said address shall be Pickey L. Farrell.

#### ARTICLE XIII - AMENDMENT OF ARTICLES


Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this non profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 12<sup>th</sup> day of JUNE, 1996.

  
PICKEY L. FARRELL

  
CHRISTOPHER FOCAL

  
I. A. MASCOLI

  
KEN PRUITT

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

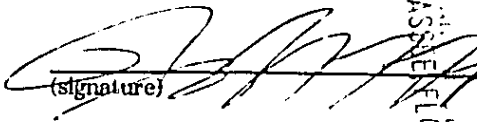
Pursuant to the provisions of Section 617.0501 of the Florida Not For Profit Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the Corporation is Job Training Centers, Inc.
2. The name and address of the registered agent and office of the Corporation is:

Rickey L. Farrell, Esquire  
1595 S.E. Port St. Lucie Boulevard  
Port St. Lucie, Florida 34952

Signed:

FILED  
96 JUL-9 AM 11:20  
TALLAHASSEE, FLORIDA

  
(signature)  
\_\_\_\_\_  
Rickey L. Farrell  
\_\_\_\_\_  
Vice Chairman  
\_\_\_\_\_  
7-5-96  
(date)

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 IF 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.

  
\_\_\_\_\_  
RICKEY L. FARRELL, ESQUIRE