

## Fordham Insurance Agency

5933 Schofield Drive

• Pensacola, Florida 32506

• Office (904) 456-3400

• Home (904) 456-9528

Larry E. Fordham, Sr.  
Independent Agent/Broker

N/96000005096

September 24, 1996

Sandra B. Mortham, Secretary of State  
Florida Department of State  
PL-02 Capitol  
Tallahassee, Florida 32399-0250

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-10/03/96--01005--008  
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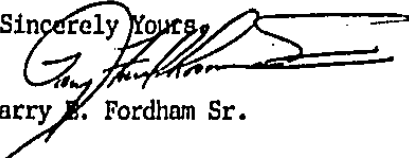
RE: Filing of Articles of Incorporation  
YOUTH AWARENESS INC.

Dear Madam Secretary,

We are incorporating our business, YOUTH AWARENESS INC., effective September 1, 1996. We wish to file our articles of incorporation to you at this time. Enclosed please find articles of incorporation and a check in the amount of \$ 122.50 for filing fees and a certification copy.

Sandra, thanks for your assistance.

Sincerely Yours,

  
Larry E. Fordham Sr.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
FOR  
YOUTH AWARENESS, INC.**

The undersigned, acting as incorporators of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation shall be

**YOUTH AWARENESS, INC.**

**ARTICLE II - DURATION**

The corporation shall have perpetual duration.

**ARTICLE III - PURPOSE**

The corporation is a not for profit corporation organized and existing for religious and charitable purposes including, but not limited to, Christian based ministry for the restoring and rebuilding of youth. Further, the general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt under that Code.

**ARTICLE IV - LIMITATION OF POWERS**

1. No Private Inurement: No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or 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 these Articles.

2. No Political Activity: No substantial part of the activities of this 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 or in opposition to any candidate for public office.

3. No Unpermitted Activities: 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 any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

4. **Distribution of Assets Upon Dissolution:** Upon the dissolution of this corporation, the last board of directors shall distribute the assets of the corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code, to such organizations organized and operated exclusively for such purposes. Assets not so distributed shall be disposed of by the Circuit Court of Escambia County, Florida, exclusively for such purposes or to such organizations, as that Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE V - PRINCIPAL OFFICE/MAILING ADDRESS**

The principal place of business of the corporation is 5933 Schofield Drive, Pensacola, Florida 32506, and the mailing address is 5933 Schofield Drive, Pensacola, Florida 32506.

#### **ARTICLE VI - DIRECTORS/OFFICERS**

The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by a board of directors. The number of directors shall be three or more provided the number of directors may be changed by the board as long as there are never less than three.

The initial board of directors shall be chosen by the incorporators. Officers shall be nominated and elected by the appointed directors. The initial directors and officers shall serve until the next annual meeting of the corporation. The election of officers and directors shall take place at the annual meeting in the manner as set forth in Article IV of the Bylaws of the organization. Officers and directors of this organization shall be elected for a term of one year. Persons officially on duty when election of directors and officers is held shall be permitted to vote by absentee ballot.

Unless otherwise provided in by-laws, the corporation shall have as officers a president, one or more vice-presidents, a secretary, and a treasurer which shall be chosen by the board of directors and the officers shall serve at the pleasure of the board of directors. A person may serve as one or more officers.

The annual meeting of the corporation shall be held in October of each year on the date set by the President. Annual meetings of the corporation may be held in or out of the State of Florida.

The following persons are designated to act as directors for the first year of corporate existence or until their respective successors shall be duly qualified:

**Name and Address**

**Office**

Larry E. Fordham  
5933 Schofield Dr.  
Pensacola, Florida 32506

President and Director

Diana C. Fordham  
5933 Schofield Dr.  
Pensacola, Florida 32506

Vice President and Director

Karen Tague  
500 Westlake Dr.  
Pensacola, Florida 32506

Secretary and Director

Mack Crider  
2524 East Bayshore Road  
Gulf Breeze, Florida 32561

Treasurer and Director

Ronnie McNesby  
8230 Chiquita Dr.  
Pensacola, Florida 32534

Director

#### **ARTICLE VII - INCORPORATORS**

The name and address of each incorporator is:

Larry E. Fordham

5933 Schofield Dr.  
Pensacola, Florida 32506

#### **ARTICLE VIII - INITIAL REGISTERED OFFICE/AGENT**

The street address of the initial registered office of this corporation is 5933 Schofield Drive, Pensacola, Florida 32506, and the registered agent at this address is Larry E. Fordham, whose written acceptance as such follows these Articles.

#### **ARTICLES IX - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

#### **ARTICLE X - AMENDMENT**

Amendments to these Articles of Incorporation may be made by the board of directors by resolution adopted by two-thirds vote of a quorum of directors.

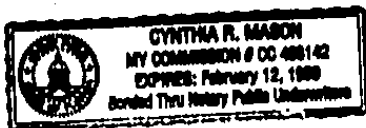
I, the undersigned incorporator of this corporation for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on this 26 day of September, 1996.


  
LARRY E. FORDHAM

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Before the subscriber personally appeared LARRY E. FORDHAM, who is personally known to me and who executed the foregoing Articles of Incorporation and acknowledged before me under oath that he executed the same for the uses and purposes therein set forth.

Given under my hand and official seal this 26 day of September, 1996.



  
Name: Cynthia R. Mason  
Notary Public, State of Florida  
Commission No: CC 438142  
Comm. Expires: 2/12/99

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above stated corporation 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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
LARRY E. FORDHAM

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA