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PRINCE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 109324 4329479

AUTHORIZATION : *Patricia Piquito*

COST LIMIT : \$ 122.50

ORDER DATE : October 4, 1996

ORDER TIME : 9:38 AM

ORDER NO. : 109324

CUSTOMER NO: 4329479

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CUSTOMER: Karen Bohn, Legal Assistant
BAKER & HOSTETLER

2300 Sun Bank Ctr., Box 112
200 South Orange Avenue
Orlando, FL 32802

DOMESTIC FILING

NAME: P.A.V.E., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

10/4/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -4 PM 12:07

RECEIVED
96 OCT -4 AM 10:48
DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -1 PM 12:07

**ARTICLES OF INCORPORATION
OF
P.A.V.E., INC.
(A not for profit corporation)**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes (1995), as amended, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is P.A.V.E., INC.

ARTICLE II

Initial Principal Office and Mailing Address

The initial principal office and mailing address of the Corporation is as follows: 1442 Northern Way, Winter Springs, Florida 32708.

ARTICLE III

Purpose

The purposes for which the Corporation is organized are exclusively:

1. To carry out activities to make the public aware of the need to reduce and eliminate violence;
2. To provide educational and instructional programs to students, parents, teachers and administrators in schools and individuals in our society in an attempt to eliminate violence;
3. To provide therapy, care, counselling to the victims of violence and their families consistently with their ability to

pay at a reduced rate and at no cost where they are indigent or when payment would impose a severe hardship;

4. To conduct or fund research and scientific activities related to eliminating violence and the threat thereof;

5. To solicit and accept contributions, gifts, donations and grants from the general public, individuals, foundations, the government and others for the purpose of funding the above activities;

6. To engage in the raising of funds through the sale and merchandising of T-shirts, bumper stickers, badges, clothing and any and all other types of merchandise to promote the above activities; and

7. To promote and encourage charitable, educational, and scientific activities within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended (the "Code").

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon not-for-profit corporations, including, but without limitation thereon, to solicit funds from the public, to organize fund-raising activities from the public, to receive gifts, devises, bequests and contributions in any form, holding and investing the receipts, and to use or apply the income therefrom or distribute the same for the above purposes.

Notwithstanding any other provisions herein, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code.

ARTICLE IV

Directors

The terms of Directors of the Corporation are set forth in the Bylaws. The names and street addresses of the individuals who will serve as the initial directors of the Corporation are as follows:

Name and Address

1. Michelle Lewis McLean
1442 Northern Way
Winter Springs, Florida 32708
2. Susan Shulman
1442 Northern Way
Winter Springs, Florida 32708
3. John Boyd McLean
1442 Northern Way
Winter Springs, Florida 32708

The qualifications and method of election and removal of the directors of the Corporation are set forth in the bylaws.

ARTICLE V

Members

The Corporation will not have members.

ARTICLE VI

Initial Registered Agent and Street Address

As set forth in the registered agent's written acceptance of its appointment, which is delivered to the Department of State together with these Articles of Incorporation, the name and street address of the initial registered agent for the Corporation is as follows: Michelle Lewis McLean, 1442 Northern Way, Winter Springs, Florida 32708.

ARTICLE VII

Incorporator

The name and street address of the incorporator is as follows: Michelle Lewis McLean, 1442 Northern Way, Winter Springs, Florida 32708.

ARTICLE VIII

Distribution of Assets Upon Dissolution

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 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 IX

Amendments

These Articles of Incorporation may be amended by a majority of the members of the Board of Directors.

The undersigned incorporator has executed these Articles of Incorporation, by and through its duly authorized officer, this 3rd day of October, 1996.



"INCORPORATOR"


MICHELLE LEWIS MCLEAN

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

3rd The foregoing instrument was acknowledged before me this day of October, 1996, by MICHELLE LEWIS MCLEAN, on behalf of the corporation. She is personally known to me or has produced _____ as identification.

(NOTARY SEAL)


(Notary Signature)

(Notary Name Printed)
NOTARY PUBLIC
Commission No. _____



**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 P.A.V.E., INC.
2. The name and address of the registered agent and office of the Corporation is:

Michelle Lewis McLean
1442 Northern Way
Winter Springs, Florida 32708

"CORPORATION"

P.A.V.E., INC.

By: Michelle Lewis McLean
MICHELLE LEWIS MCLEAN

As its: Incorporator

DATED: October 3, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL

STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HER DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HER POSITION AS REGISTERED AGENT.

"REGISTERED AGENT"


Michelle Lewis McLean

DATE: October 3, 1996

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 OCT -1, PM 12:07

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