



**THE UNITED STATES  
CORPORATION  
COMPANY**

# N96000005752

97 NOV 19 PM 2:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 606268 83522A  
AUTHORIZATION : Patricia Pizito  
COST LIMIT : \$ 122.50 87.50

ORDER DATE : November 19, 1997

ORDER TIME : 1:06 PM

ORDER NO. : 606268-005

CUSTOMER NO: 83522A

CUSTOMER: Luciano Isla, Esq  
Luciano Isla, Esq  
Suite 300  
1790 W. 49th Street  
Hialeah, FL 33012

300002352173--2

*Amend*

## DOMESTIC AMENDMENT FILING

NAME: JOBS AND EDUCATION PARTNERSHIP  
REGIONAL BOARD OF DADE/MONROE  
COUNTIES (JEP), INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A-Bowling

Name	11/20/97
Document	Don
Examiner	Don
Updater	Don
Update	Don
Signature	Don
W.P. Verifier	Don

EXAMINER'S INITIALS:

RECEIVED  
97 NOV 19 PM 2:01  
DIVISION OF CORPORATION

X08250, 00524, 00672



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 20, 1997

**RESUBMIT**

Please give original  
submission date as file date.

CSC  
ATTEN: JON A. BOWLING  
1201 Hays Street  
Tallahassee, FL 32301

SUBJECT: THE JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD  
OF DADE AND MONROE COUNTIES (JEP) INCORPORATED  
Ref. Number: N96000005752

We have received your document for THE JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD OF DADE AND MONROE COUNTIES (JEP) INCORPORATED and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Our records indicate the correct name of the entity is as it appears on the enclosed computer printout. Your document shows the corporate name three different ways (please see page one heading, page two heading and Article I on page two.). The name will need to be consistent throughout the document. The fee for filing and certified copy is \$87.50 instead of \$122.50 as you have authorized on the account.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan  
Corporate Specialist

Letter Number: 597A00055762

RECEIVED  
97 NOV 21 PM 12:07  
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of

THE JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD OF  
DADE AND MONROE COUNTIES (JEP) INCORPORATED

FILED  
97 NOV 19 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendments to its articles of incorporation.

FIRST: Amendments(s) adopted: See Attachments

EXHIBIT A: AMENDMENTS TO ARTICLES OF INCORPORATION

SECOND: The date of adoption of the amendment(s) was: November 18, 1997

THIRD: Adoption of Amendment (CHECK ONE)

X  The amendment(s) was(were) adopted by  
the members and the number of votes cast  
for the amendment was sufficient for approval.

There are no members or members entitled  
to vote on the amendment. The amendment(s)  
was(were) adopted by the board of directors.

Dated 11/18, 1997.

THE Jobs and Education Partnership Regional Board of Dade and  
Monroe Counties (JEP) Incorporated  
Corporation Name

By Willie Ivory  
(Chairman, Vice Chairman, President or other officer)

Willie Ivory  
Typed or printed name

Chairman  
Title

EXHIBIT A  
ARTICLES OF AMENDMENT

TO  
ARTICLES OF INCORPORATION

OF

**THE JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD  
OF DADE AND MONROE COUNTIES (JEP) INCORPORATED**

**A FLORIDA CORPORATION NOT FOR PROFIT**

The undersigned subscriber, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, as amended, hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be

**THE JOBS AND EDUCATION PARTNERSHIP REGIONAL BOARD  
OF DADE AND MONROE COUNTIES (JEP) INCORPORATED**

The purpose for which the corporation is organized are as follows:

a. The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

b. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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 law.

c. The corporation shall also provide policy guidance for, and exercise oversight with respect to, activities under the Job Training Partnership Act of 1982 (hereinafter referred to "the State Statutes Act"), as amended from time to time, the Economic Dislocation and Workers adjustment Assistance Act of 1988, and the Workforce Florida Act of 1996, within the geographical boundaries for Dade and Monroe Counties (hereinafter referred to as the Dade/Monroe Region 23 or "Region"), in partnership with the Local Elected Officials (hereinafter referred to as LEOs) within the "Region", not inconsistent with Section 501(c)(3) of the United States Code, Internal Revenue Code of 1986 or the corresponding provision of any future United States Revenue law.

d. The Board shall also carry out the requisite planning for, provided policy guidance for, and exercise oversight with respect to, workforce development activities carried out under the Job Training Partnership Act, and under the State's four workforce development initiatives, namely, implementation of high-skill/high-wage job strategies, and establishment of a one-stop system, a school-to-work system, and a welfare-to-work system to serve the residents of the Dade/Monroe Region.

### **ARTICLE III**

#### **Membership of the Council**

The corporation shall be composed of members appointed by the (LEOs) of Dade and Monroe Counties, and the Cities of Miami, Miami Beach and Hialeah. Qualifications for membership on the corporation and the manner of admission will be regulated by the By-Laws.

### **ARTICLE IV**

The corporation shall exist until such a time as the Workforce Florida Act is repealed and/or the "Region" served by the corporation is reorganized by the Governor.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

### **ARTICLE V**

The street address of the corporations' initial registered office/principal office is 3403 NW 82 Avenue, Suite 300, Miami, Florida 33122.

The name of the corporation's initial registered agent at such address is Mr. Joseph Alfano.

### **ARTICLE VI**

1. The manner in which the directors are to be elected or appointed shall be as stated in the By-Laws.
2. The business affairs and policies of the corporation shall be conducted by the Board of Directors constituted by all active members.
3. The number of directors constituting the initial Board of Directors is five (5). The number of directors may be changed as by the By-Laws but shall never be less than three (3).
4. The names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Mr. Willie Ivory	3403 NW 82 Avenue, Suite 300 Miami, FL 33122
Mr. Joe L. Chi	3403 NW 82 Avenue, Suite 300 Miami, FL 33122
Dr. Bruce Waite	3403 NW 82 Avenue, Suite 300 Miami, FL 33122
Mr. Manuel Vega	3403 NW 82 Avenue, Suite 300 Miami, FL 33122
Ms. Cynthia Hall	3403 NW 82 Avenue, Suite 300 Miami, FL 33122

#### ARTICLE VII

1. The Officers of the corporation shall be a Chairperson, Vice-Chairperson for Dade County, Vice-Chairperson for Monroe County, Secretary and Treasurer. Their duties shall be as prescribed in the By-Laws.

2. The names of the Officers who are to manage the affairs of the corporation until the next election are as follows:

<u>Name</u>	<u>Office</u>
Mr. Willie Ivory	Chairperson
Mr. Joe L. Chi	Vice Chairperson for Dade County
Dr. Bruce Waite	Vice Chairperson for Monroe County
Mr. Manuel Vega	Secretary
Ms. Cynthia Hall	Treasurer

## ARTICLE VIII

The name and address of each incorporator to these Articles is:

Name

Address

Mr. Willie Ivory

3403 NW 82 Avenue, Suite 300  
Miami, FL 33122

## ARTICLE IX

1. The Board of Directors may create such standing committees as it may deem desirable, in accordance with the By-Laws.

2. The powers and duties of all standing committees shall be as prescribed by the By-Laws.

3. The Chairperson, with the approval of the membership, shall appoint the standing committees as specified in the By-Laws, including an Executive committee composed of the Chairperson, Vice-Chairperson for Dade County, Vice-Chairperson for Monroe County, Secretary, treasurer and the Chairperson of each Standing Committee, and such other special or ad-hoc Committees as the Chairperson may deem desirable.

4. The Executive Committee shall have the power to act upon such matters as provided in the By-Laws.

## ARTICLE X

### AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to the Articles of Incorporation shall only be adopted by a two-thirds (2/3) vote of those members in attendance at any annual meeting or at a regular or special meeting of the Board of Directors duly and legally called pursuant to fifteen (15) days notice, which call shall set forth the proposed amendments(s).

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18 day of NOVEMBER, 1997. at Miami, Dade County, Florida.

  
MR. WILLIE IVORY