

N97000006349

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002346354--6
-11/13/97--01013--024
*****70.00 *****70.00

SUBJECT: West Coast Solutions, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV -7 PM 3:30

FILED

FROM: Jeanne Ullom
Name (printed or typed)
5145 Corvette Drive
Address
Tampa, FL 33624
City, State & Zip
(813) 988-8223
Daytime Telephone number

DIVISION OF CORPORATIONS

97 NOV -7 AM 8:03

RECEIVED

NOTE: Please provide the original and one copy of the articles.

*Called 11-10-97
Name*

*Dmp
11/10/97*

AFFIDAVIT TO RELEASE CORPORATE NAME

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority personally appeared Jeanne Ullom who
deposes and says:

1. I was the president of West Coast Solutions, Inc., a Florida Corporation, which I dissolved on November 5th, 1997. I mailed a dissolution of incorporation for West Coast Solutions, Inc. to the State of Florida, Division of Corporations.
2. West Coast Solutions, Inc. was a for profit corporation that will never conduct any business.
3. I am releasing all rights to the corporate name West Coast Solutions, Inc.

Jeanne Ullom
Affiant

The foregoing was acknowledge before me this 5th day of November 1997
be Jeanne Ullom who is personally know to me or has produced
Driver's License as identification and who did take an oath.



Yvonne Romero
MY COMMISSION # CC639755 EXPIRES
April 17, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Yvonne Romero
Notary Public
State of Florida
My Commission Expires

FILED
97 NOV -7 PM 3:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Nonstock

Nonprofit

ARTICLES OF INCORPORATION
of
WEST COAST SOLUTIONS, INC.

FILED
91 NOV -7 PM 3:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FIRST: The name of this corporation is West Coast Solutions, Inc.

SECOND: Its ^{principal} registered office in the State of Florida is to be located at 8314 Paddlewheel Street in the City of Tampa, County of Hillsborough. The registered agent in charge thereof is Michele M. Barnes, and is located at the same address.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, vis:

This is a nonstock, nonprofit corporation. The purpose of the corporation is to engage in any lawful act or activity for which nonprofit corporations may be organized under the General Corporation Law of Florida.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United states Internal Revenue Law), to wit:

Providing educational material and resources for individuals with AIDS and those affected by it, regardless of the form in which the materials may be published, including but not limited to books, periodicals, computers, software for computers, tapes and discs.

FOURTH: The corporation shall not have any capital stock and the conditions of membership shall be stated in the Bylaws.

FIFTH: The name and mailing address of the incorporator is: Jeanne Ullom, 5145 Corvette Drive, Tampa, FL 33624.

SIXTH: The powers of the incorporator are to terminate upon filing of the Certificate of Incorporation, and the name(s) and mailing address(es) of the persons who are to serve as director(s) until their successors are elected are as follows:

Jeanne Ullom, 5145 Corvette Drive, Tampa, FL 33624
Michele M. Barnes, 8314 Paddlewheel Street, Tampa, FL 33634
Beverly Williams, P.O. Box 92813, Lakeland, FL 33805
Judy Thompson, 122 Fern Street, Tampa, FL 33566
Christie Gentry, 334 Danube Avenue Apt #207, Tampa, FL 33606

SEVENTH: The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than one. The directors need not be members of the corporation unless so required by the Bylaws or by Statute. The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation. They may further have the power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to term of office. The corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

EIGHTH: Meetings of members may be held outside the State of Florida, if the Bylaws so provide. The books of the corporation may be kept (subject to any provisions contained in the Statutes) outside the State of Florida at such place or places as may be from time to time designated by the Board of Directors.

NINTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 Three hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any of these articles. The corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

TENTH: The duration of this corporation shall be perpetual. Upon the dissolution of the corporation, The Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (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 the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, said Court shall determine, which are organized and operated exclusively for such designated purposes.

ELEVENTH: This corporation reserves the right to amend, alter, change or repeal any provision contained in this Article of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

TWELFTH: Directors of the corporation shall not be liable to either the corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation; (2) acts or omissions not in good faith or which involve intentional misconduct to a knowing violation of law; (3) a transaction from which a director derived an improper personal benefit.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a nonprofit corporation pursuant to Chapter 617 of the Florida Statutes, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 5th day of October, 1997.

Jeanne Ellison
(Signature of Incorporator)

NOTARY'S AFFIDAVIT

State of Florida, County of Hillsborough
THIS IS TO CERTIFY that on this date, 5th of Nov, before
me, Y. Romero, a Notary Public, personally appeared Jeanne Ullom
who I am satisfied is the person named as incorporator and executor of the foregoing
Articles of Incorporation, and who by their respective signatures in my presence have
acknowledged the same as their voluntary act.
IN TESTIMONY THEREOF, I have hereunto set my hand and affixed my official seal
on the date given above



Yvonne Romero
MY COMMISSION # CC639755 EXPIRES
April 17, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Yvonne Romero
Notary Public

My commissions expires: April 17, 2001



Yvonne Romero
MY COMMISSION # CC639755 EXPIRES
April 17, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

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

FILED

NOV -7 PM 3:30

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **West Coast Solutions, Inc.**

2. The name and address of the registered agent and office is:

Michele M. Barnes

(NAME)

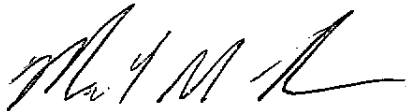
8314 Paddlewheel Street

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, FL 33637

(CITY/STATE/ZIP)

Having been named as the registered agent and to accept service of the 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. I 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.



(SIGNATURE)

11/5/97

(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314