

TRANSMITTAL LETTER

N97000006661

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

SUBJECT: Middleburg Resource Center, Inc.
(Proposed corporate name - must include suffix)

500002355635--5

-11/24/97-01115-020

*****70.00 *****70.00

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

FROM: Karen L. Frisbee
Name (Printed or typed)

4261 Clove St.
Address

Middleburg, FL 32068
City, State & Zip

904-282-3860 904-282-5016
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 AM 9:50

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

RP
12-1-97

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

Middleburg Resource Center, Inc.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

4261 CLOYE St.
Middleburg, FL. 32068

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ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized is(are):^A To assist those in need in the community and surrounding areas, through direct services or by information and referral, serving as a Liaison between members of the community and other charitable agencies, providing needed assistance and educational awareness programs and any and all appropriate services to continue to meet the needs of the community.

B. This corporation is a nonprofit public benefit corporation and it is not being organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law.

C. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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, or corresponding section of any future federal tax Code.

ARTICLE IV

Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

The incorporator shall appoint the directors.

The incorporator will comply with Florida State Law which requires

three or more directors, with qualifications of Residency: NO
Age: NO

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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

Middleburg Resource Cent. Inc.
(must include suffix)

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

Karen L. Frisbee
(NAME)
4261 Clove St.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
Middleburg FL 32068
(CITY/STATE/ZIP)

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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. 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.

Karen L. Frisbee
(SIGNATURE)

11-22-97
(DATE)