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Requester's Name

Address

BATT & CAPLAN, P.A.

Certified Public Accountants

C 6320 St. Augustine Rd., Bldg. 8, Jacksonville, FL 32217

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NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) **800002371848--1**
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AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

T.M. 12/16/97

ARTICLES OF INCORPORATION

OF

JACKSONVILLE FOUNDATION FOR EDUCATION AND RECREATION, INC.
A CORPORATION NOT-FOR-PROFIT

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The undersigned, for the purpose of forming a corporation not for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

Section 1.1 Name. The name of this corporation shall be JACKSONVILLE FOUNDATION FOR EDUCATION AND RECREATION, INC.

Section 1.2 Address of Principal Office. The address of the principal office of the corporation is 6320 St. Augustine Road, Building 8, Jacksonville, Florida 32217.

Section 1.3 Mailing Address. The mailing address of the corporation is 6320 St. Augustine Road, Building 8, Jacksonville, Florida 32217.

ARTICLE II. PURPOSE

Section 2.1 Purpose. The 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, or the corresponding section of any future federal tax code. Specifically, the corporation is organized for the purpose of exercising leadership in local philanthropy by making grants, loans and awards to enhance Jacksonville's educational and recreational programs and facilities with specific emphasis on the youth of the community, and to undertake such activities as will further the general purposes described herein.

ARTICLE III. BOARD OF DIRECTORS

Section 3.1 Election. Directors shall be elected in the manner set forth in the Bylaws of the corporation.

Section 3.2 Number. This corporation shall have six (6) Directors initially. The number of Directors may be increased or reduced from time to time, as provided in the Bylaws of the corporation; however, the corporation shall at all times have at least three (3) Directors.

Section 3.3 Names and Addresses of First Members of the Board of Directors. The names and addresses of the persons who are to serve as the initial Directors of the corporation until the election or appointment of their successors are as follows:

<u>Director</u>	<u>Address</u>
Joseph D. Collins	3840 Crown Point Road, Suite A Jacksonville, Florida 32257
Mike Hogan	4294 Buck Point Jacksonville, Florida 32210
Jerry Holland	2613 Canyon Falls Drive Jacksonville, Florida 32224
Beverly J. Holland	3840 Crown Point Road, Suite A Jacksonville, Florida 32257
Warren Jones	3105 Mell Court Jacksonville, Florida 32254
Jack Spencer	1300 Shetter Avenue #107 Jacksonville Beach, Florida 32250

ARTICLE IV. LIMITATIONS

Section 4.1 Limitations on Actions. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any member, director, officer or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to confer benefits on its members in conformity with the purposes set forth in Section 2.1 of these Articles. No substantial part of the activities of the 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 any candidate for public office. Notwithstanding any other provision 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 1986, as amended (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 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V. DISSOLUTION

Section 5.1 Dissolution. Upon the dissolution of the corporation, assets shall be distributed to one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal governmental or to a local or state 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 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 VI. INITIAL REGISTERED OFFICE AND AGENT

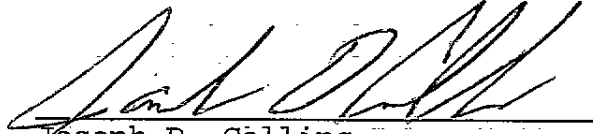
Section 6.1 Name and Address. The street address of the initial registered office of this corporation is 6320 St. Augustine Road, Building 8, Jacksonville, Florida 32217 the name of the initial registered agent of this corporation at that address is Barbara S. Batt.


ARTICLE VII. INCORPORATOR

Section 7.1 Name and Address. The names and street address of the Incorporator(s) are as follows:

<u>Incorporator</u>	<u>Address</u>
Joseph D. Collins	3840 Crown Point Road, Suite A Jacksonville, Florida 32257
Mike Hogan	4294 Buck Point Jacksonville, Florida 32210
Jerry Holland	2613 Canyon Falls Drive Jacksonville, Florida 32224
Beverly J. Holland	3840 Crown Point Road, Suite A Jacksonville, Florida 32257
Warren Jones	3105 Mell Court Jacksonville, Florida 32254
Jack Spencer	1300 Shetter Avenue #107 Jacksonville Beach, Florida 32250


IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation for the purpose therein set forth, all as of the 19th day of November, 1997.

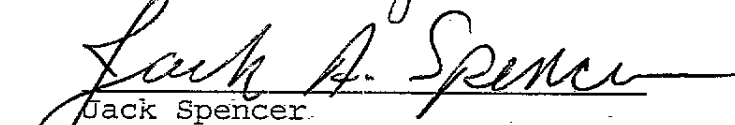

Joseph D. Collins


Mike Hogan


Jerry Holland


Beverly Holland


Warren Jones


Jack Spencer

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for above stated corporation, at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.

Barbara S. Batt
BARBARA S. BATT, REGISTERED AGENT

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