

N98000001588

FedEx USA Airbill

Tracking Number 7964577165

FedEx Retrieval Copy

61 150 63649648 5335M

From

Date 3/16/98 Sender's FedEx Account Number - 1117-0696-4

Sender's Name W. Scott Hamilton, Esq. Phone 813-748-0550

Company PRICE PRICE & PROUTY Dept. Floor Suite Room

Address 2400 MANATEE AVE WEST

City BRADENTON State FL Zip 34205

Yes or Internal Billing Reference Information Family Life Community School

To

Recipient's Name Dave Mann Phone 850 487-6052

Company Division of Corporations Dept. Floor Suite Room

Address 409 East Gaines Street

Tallahassee State FL Zip 32301

For "HOLD" Service check here
Weekday Saturday

For Saturday Delivery check here
Extra Charge Not available to all customers

Service

1 xx 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100

4 FedEx Govt. Overnight

7 FedEx Overnight Freight FedEx 2D by Flight

8 FedEx Overnight Freight

Packaging

6 FedEx Letter FedEx Pak FedEx Box

Special Handling

Does this shipment contain dangerous goods?

Payment

Bill to: X 7000002463917-4

-03/20/98-01101-001

****131.25 ****131.25

Total Packages Total Weight



CONDITIONS DECLARED VALUE AND LIMIT OF LIABILITY

Release Signature

232

Rev. Date 7/95 - PART #147381 ©1994-95 FedEx - PRINTED IN U.S.A.

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Joanne GAVE AUTHORIZATION BY PHONE TO CORRECT Reading DATE 3/18/98 DOC. EXAM

3/18/98 - T.M

ARTICLES OF CORPORATION

OF

FAMILY LIFE COMMUNITY SCHOOL, INC.
a not-for-profit corporation

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not-for-profit corporation pursuant to the laws of the State of Florida, do hereby state the Articles of Incorporation of FAMILY LIFE COMMUNITY SCHOOL, INC. in their entirety, and adopt the following Articles of Incorporation, and agree and certify as follows:

ARTICLE I

The name and address of this Corporation shall

FAMILY LIFE COMMUNITY SCHOOL, INC.
5031 44th St. W.
BRADENTON, FLORIDA 34205

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the filing of these Articles of Incorporation and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

PURPOSES AND GENERAL POWERS

(1) The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all the powers enumerated in Florida Statutes, Chapter 617, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

(2) The Corporation is organized exclusively for charitable, religious, education, and social welfare 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 1986. The Corporation's primary purpose is to:

- A) provide educational opportunities for students of Manatee County, Florida;
- B) to encourage the growth of students academically, physically, emotionally and

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socially in order to continue their growth as citizens; and

- C) to exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit Corporations.

(3) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its trustees, 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 this Article. 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 or in opposition to 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 by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

ARTICLE IV

MEMBERSHIP

The directors of this not-for-profit corporation shall be qualified and admitted as set forth in the Bylaws of this Corporation.

ARTICLE V

REGISTERED OFFICE AND AGENT

The registered office of this Corporation shall be located at 2400 Manatee Avenue West, Bradenton, Florida 34205, and the registered agent of the Corporation at that address shall be W. Scott Hamilton, Esquire. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment to these Articles of Incorporation.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have TEN (10) directors. The number of directors may be either increased or diminished from time to time as provided by the Bylaws. The names and street addresses of the directors of this Corporation are the following:

David & Julie King, 2217 46th Street Court W., Bradenton,
FL 34209

Bruce & Lisa Whaley, 5031 44th St. W. Bradenton, Fl 34210

Lou & Cherie Komarov, 3402 47th Ave. E., Bradenton, Fl
34203

Thomas & Kristen Ross, 916 65th St. NW, Bradenton, Fl
34209.

W. Scott & Jeanne Hamilton, 3907 23rd Ave. W., Bradenton,
Fl 34205

Directors may be removed without cause.

ARTICLE VII

INCORPORATORS

The names and street address of the TWO (2) persons signing these Articles as incorporators are the following:

W. Scott Hamilton, 3907 23rd Ave. W., Bradenton, Fl 34205

Bruce Whaley, 5031 44th St. W. Bradenton, Fl 34205

ARTICLE VIII

BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend, or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE IX

INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees, and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees, and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE X

AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the directors is subject to this reservation.

ARTICLE XI

DISSOLUTION


Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific, or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or 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 XII

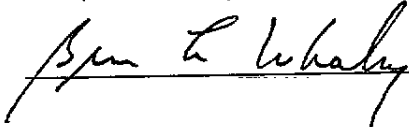
HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

For the purpose of forming the proposed not-for-profit Corporation above named to do business both within and without the State of Florida, and in pursuance of the general corporation law of Florida, we do make and file this agreement, hereby declaring and certifying that the matters above stated are true and, accordingly, have hereunto set our hands and seals this ____ day of March, A.D., 1998.



(seal)



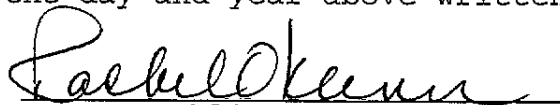
(seal)

STATE OF FLORIDA

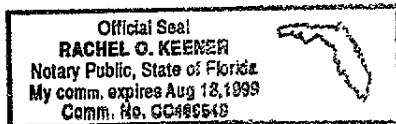
COUNTY OF MANATEE

I HEREBY CERTIFY that on this 16th day of March, A.D., 1998, before me, a Notary Public, personally appeared W. SCOTT HAMILTON, ESQUIRE and BRUCE WHALEY, who are personally known to me, and known to me to be the persons described in and who subscribed their names to the above and foregoing Articles of Incorporation, and they acknowledged that they executed the same for the uses and purposes therein stated.

IN TESTIMONY WHEREOF, witness my hand and official seal in the County and State aforesaid the day and year above written.


Notary Public

My Commission Expires:




REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 607, Florida Statutes, the following is submitted:

W. Scott Hamilton and Bruce Whaley, the original incorporators of the proposed not-for-profit corporation FAMILY LIFE COMMUNITY SCHOOL, INC., which shall have its registered office at 2400 Manatee Avenue West, Bradenton, Florida 34205, have named W. SCOTT HAMILTON, ESQUIRE, of 2400 Manatee Avenue West, Bradenton, Florida 34205, to serve as Registered Agent for the said corporation, such designation becoming effective as of the date of the approval of the Articles of Incorporation filed herewith.

Having been designated to accept service of process for the above-referenced corporation, at the address indicated in this Certificate, I hereby accept such designation and agree to comply with the State laws relating to such office.


W. SCOTT HAMILTON, ESQUIRE

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