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M. R. ... P.A.
 Preparator's Name
2006 ...
 Address
Tallahassee, FL 32310
 City/State/Zip
...
 Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. S.C.A. L.E.S. Project, Inc.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 98 APR 26 PM 4:25
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

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 98 APR 24 PM 4:35
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 4/27

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
S.C.A.L.E.S. PROJECT, INC.**

The undersigned, acting as the incorporator of a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation shall be:

S.C.A.L.E.S. PROJECT, INC.

**ARTICLE II
Principal place of business and mailing address**

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

Leon County Courthouse
301 S. Monroe Street
Tallahassee, Florida 32301

**ARTICLE III
Duration**

The corporation will exist perpetually unless it shall be dissolved according to the laws of the State of Florida.

**ARTICLE IV
Purposes**

The Corporation is organized, and shall be operated exclusively, for the following purposes:

a. Charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code 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 Internal Revenue Law.

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c. The corporation is organized to provide an alternative to Juvenile Court, and for punishment of youthful offenders for minor law violations by providing a court or forum operated by teenagers, and to encourage teenagers to demonstrate their capacity for self-government, responsible citizenship and volunteerism. In addition, the corporation will sponsor educational and research programs including the use of instruction, internships, mentoring, curricula infusion, publication and other means to promote law and civic education which promotes truth, justice and responsible lawful behavior, crime education, prevention and diversion.

d. To exercise all rights and powers conferred by the laws of the State of Florida upon Nonprofit Corporations, including without limiting the generality of the foregoing, to acquire by bequest, advise, gift, purchase, lease, or otherwise any property of any sort or nature without limitation as to its amount or value and to hold, invest, reinvest, manage, use, apply, employ, sell, expert, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property, for any of the purposes set forth herein.

e. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE V

Limitation of Corporate Powers

This corporation does not contemplate any pecuniary gain or profit to its members, directors or officers and no part of any earnings of this corporation shall inure to the benefit of, or be distributable to, any director or officer of this corporation or any other private individual, except that reasonable compensation may be paid, in cash or in kind, for services rendered to or for this corporation and this corporation may reimburse its directors and officers for all expenses reasonably incurred in performing services rendered to this corporation.

ARTICLE VI

Distribution of Assets on Dissolution

No director or officer of this corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of this corporation. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which are themselves exempt under Section 501(c)(3) and/or Section 170(c)(2) of the Internal Revenue Code (or corresponding sections of past or future law) or to the federal, state or local government for exclusively public purposes.

ARTICLE VII

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in accordance with the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the corporation pursuant to law.

ARTICLE VIII
Bylaws

The power to adopt, alter, amend, or repeal the Bylaws of this corporation, or to adopt new Bylaws, shall be vested in the Board of Directors of this corporation. The Bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE IX
Initial Registered Agent and Street Address

The name and the street address of the initial registered agent are:

Christopher T. McRae
2066 Thomasville Road
Tallahassee, Florida 32312

ARTICLE X
Initial Directors

The affairs of the corporation shall be governed by its board of directors. The initial board of directors of the corporation shall consist of three (3) members. The number of directors may be increased or decreased by the board of directors from time to time, but shall never be less than three (3). The names and addresses of the corporation's initial directors are as follows:

Christopher T. McRae
2066 Thomasville Road
Tallahassee, Florida 32312

Mike Blankenship
4123 Woodville Hwy
Tallahassee, Florida 32311

Russell H. Landry
Leon County Courthouse
301 S. Monroe Street
Tallahassee, Florida 32301


ARTICLE XI
Manner of Election of Directors

The manner in which the corporation's directors are elected or appointed shall be stated in the corporation's bylaws.

ARTICLE X
Incorporator

David J. Metcalf
2066 Thomasville Road
Tallahassee, Florida 32312

The undersigned Incorporator has executed these Articles of Incorporation as of this 24th
day of April, 1998.



David J. Metcalf, Incorporator

**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:

S.C.A.L.E.S. PROJECT, INC.

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

Christopher T. McRae
2066 Thomasville Road
Tallahassee, Florida 32312

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 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



Date

4/24/98

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