

N98000002788



ACCOUNT NO. : 072100000032

REFERENCE : 708151 7112785

AUTHORIZATION :

COST LIMIT : PPD

ORDER DATE : February 16, 1998

ORDER TIME : 3:03 PM

ORDER NO. : 708151-005

CUSTOMER NO: 7112785

CUSTOMER: Larry L. Dillahunty, Esq
LARRY L. DILLAHUNTY, P.A.

248 First Avenue North

Saint Petersburg, FL 33701

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DIVISION OF CORPORATIONS
98 MAY 15 AM 9:43

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-02/17/98--01002--010
****122.50 ****122.50

DOMESTIC FILING

NAME: PROFESSIONAL CAREER INSTITUTE,
INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

632-2544
W98-3479

RECEIVED
98 FEB 16 PM 4:16
DIVISION OF CORPORATION

cf
5/15/98

LARRY L. DILLAHUNTY

----- Attorney at Law -----

248 First Avenue North
St. Petersburg, FL 33701

Phone: (813) 822-1156
Fax: (813) 822-1499

May 12, 1998

Claretha Golden, Document Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Professional Career Institute of Florida, Inc.
Letter No. 698A00008935

Dear Claretha:

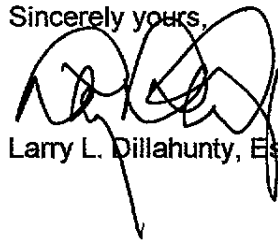
Thank you for speaking with me yesterday. Enclosed you will find the Articles of Incorporation of Professional Career Institute of Florida, Inc. As you advised on the phone this name is available. In addition, please note that I have modified the purpose clause, Article III.

Further, as you advised yesterday you continue to hold the appropriate filing fees incident to this corporation.

I have enclosed a Federal Express return slip, and would appreciate your returning the approved Articles with appropriate certificate to me via Federal Express.

Should you have any questions or concerns, please feel free to give me a call.

Sincerely yours,



Larry L. Dillahunty, Esquire

LLD/vjm
Enclosures

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
98 MAY 15 AM 9:43

February 17, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PROFESSIONAL CAREER INSTITUTE, INCORPORATED
Ref. Number: W98000003479

We have received your document for PROFESSIONAL CAREER INSTITUTE, INCORPORATED. However, the document has not been filed and is being returned for the following:

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 698A00008935

PROFESSIONAL CAREER INSTITUTE OF FLORIDA, INCORPORATED

A FLORIDA CORPORATION

NOT FOR PROFIT

ARTICLE I

NAME

The complete legal name of the Corporation is **PROFESSIONAL CAREER INSTITUTE OF FLORIDA, INCORPORATED.**

ARTICLE II

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III

PURPOSE

The Corporation is organized in order to assist in the development of individuals, including, but not limited to, Urban Black, Hispanic, and Asian men and women and other minorities by providing educational programs and job placement in professional careers.

ARTICLE IV

DIRECTORS

There shall be three (3) members of the initial Board of Directors of the Corporation, who will serve until the first election of Directors. The names and addresses of the initial Directors are as follows:

<u>Name</u>	<u>Address</u>
FRITZIE FILIDES	P.O. Box 60069, St. Petersburg, FL 33784
DIANA FINK	P.O. Box 60069, St. Petersburg, FL 33784
DERRICK JORDAN	P.O. Box 60069, St. Petersburg, FL 33784

Directors shall be elected as set forth in the Bylaws of the Corporation.

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ARTICLE V

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 3015 - 46th Avenue North, St. Petersburg, Florida, 33714. The initial registered agent of the Corporation at that address shall be DIANA FINK.

ARTICLE VI

MEMBERS

The Corporation shall have Members. Members of the Corporation will be required to meet the following qualifications: Pay reasonable annual membership, and assist in the development of individuals, including but not limited to Urban Black, Hispanic, and Asian men and women and other minorities by providing educational programs and job placement in a professional career. Persons meeting these qualifications will be admitted as members, subject to the Bylaws and Rules of the Corporation.

ARTICLE VII

INCORPORATORS

The name and residence address of the subscriber of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
DIANA FINK	3015 - 46th Avenue North St. Petersburg, FL 33714

ARTICLE VIII

CONDUCT OF CORPORATE AFFAIRS

The affairs of the Corporation shall be conducted by the Board of Directors by majority vote. The initial Board of Directors shall be as follows:

DIANA FINK	3015 - 46th Avenue North St. Petersburg, FL 33714
DERRICK JORDAN	3015 - 46th Avenue North St. Petersburg, FL 33714
FRITZIE FILIDES	3015 - 46th Avenue North St. Petersburg, FL 33714

IN WITNESS WHEREOF, I have subscribed my name on this 12 day of February, 1998.

Diana Fink
DIANA FINK

STATE OF FLORIDA

COUNTY OF PINELLAS

On the 12th day of February, 1998, before me, a Notary Public in the State of Florida and the County of Pinellas, personally appeared **DIANA FINK**, who produced a Florida Driver's License or who is personally known to me to be the person named in the foregoing instrument, who executed it, and who acknowledged such execution for the purposes contained in the instrument.

IN WITNESS WHEREOF, I sign here and set my official seal.



Valerie J. McGivern
MY COMMISSION # CC512647 EXPIRES
December 18, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

Valerie J. McGivern
Printed Name: Valerie J. McGivern
Notary Public/State of Florida
Commission No.: CC512647
Commission Expires: 12/18/99

Personally Known _____
FL Driver's License ✓

STATE OF FLORIDA
DEPARTMENT OF STATE

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DIVISION OF CORPORATIONS
98 MAY 15 AM 9:44

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED AND NAMES AND ADDRESSES OF THE CORPORATION.

The following is submitted in compliance
with Chapter 48.091, Florida Statutes

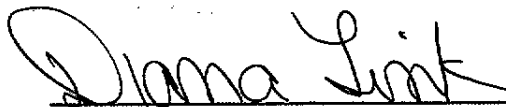
OF FLORIDA
PROFESSIONAL CAREER INSTITUTE/INCORPORATED, a Corporation,
organized under the laws of the State of Florida, with its principal office at 3015 - 46th
Avenue North, St. Petersburg, Florida, 33714, and its mailing address being the same,
has named **DIANA FINK**, as its agent to accept service of process within the State.

OFFICERS:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
DIANA FINK	P.O. Box 60069 St. Petersburg, FL 33784	President/CEO/ Director
DERRICK JORDAN	P.O. Box 60069 St. Petersburg, FL 33784	Vice President/ Treasurer/Director
FRITZIE FILIDES	P.O. Box 60069 St. Petersburg, FL 33784	Vice President/ Secretary/Director

ACCEPTANCE:

I agree, as Resident Agent, to accept service of process, to keep the office open
during prescribed hours, to post my name in some conspicuous place in the office, as
required by law.



DIANA FINK