

**CORPORATE
ACCESS,
INC.**

N980000005928

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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1.) Sheet Metal Workers Local 32 Scholarship Fund, Inc.
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SPECIAL INSTRUCTIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-23516

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
98 OCT 15 PM 2:26
DIVISION OF CORPORATION

October 16, 1998

CORPORATE ACCESS, INC.

SUBJECT: SHEET METAL WORKERS LOCAL 32 SCHOLARSHIP FUND, INC.
Ref. Number: W98000023516

We have received your document for SHEET METAL WORKERS LOCAL 32 SCHOLARSHIP FUND, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 798A00051219

Corrected
10/16
[Signature]

ARTICLES OF INCORPORATION
FOR

SHEET METAL WORKERS LOCAL 32 SCHOLARSHIP FUND, INC.

FILED

98 OCT 16 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I: NAME

The corporation shall be named the Sheet Metal Workers Local 32 Scholarship Fund, Inc.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation is 20375 Northeast 15th Court, North Miami Beach, Florida 33179-2709.

ARTICLE III: PURPOSES

The purpose of the corporation is to provide financial assistance or scholarship funds to members and dependents of members of the Sheet Metal Workers International Association, Local 32 for their general welfare, their educational advancement, and/or their benefit, comfort, convenience or enjoyment.

ARTICLE IV: MANNER OF ELECTION OF DIRECTORS

1. The corporation shall have five directors on its board. Membership on the board is open to current members of the Sheet Metal Workers International Association, Local 32. The board shall initially consist of John Cravey, Rene E. Devilliers, Jr., Paul Giordano, Scott Statler, and Larry Stewart. Their terms shall run from the date of incorporation until June 30, 1999. The Board of Directors of the Local 32 Holding Corporation, Inc. shall appoint each succeeding board of directors. The appointments shall occur on or before the 30th day of June of each succeeding year, commencing as of 1999. All successors' terms shall begin as of the 1st day of each July and conclude on June 30th of the following calendar year.

2. The board of directors' regular meeting shall occur without notice immediately following the annual meeting of the shareholders at the same site. The board may additionally meet without notice as a regular meeting if it so provides.
3. The board of directors shall at their first official meeting, and annually thereafter on or before June 30th, elect or appoint one of its members as chair, and another member as vice-chair. The board of directors may establish such rules, regulations, and procedures; to further the purposes of this corporation, as they in their sole discretion deem appropriate.
4. The board of directors may establish by-laws, records, notices and/or any other corporate documents as they deem appropriate.
5. The chair of the board of directors or any two (2) directors may call a special meeting on 24-hour personal notice or notice by telephone, telegraph, or facsimile. Notice by mail shall occur four (4) days before the meeting. The board shall choose the site at which special meetings are held. If no site is so chosen, special meetings shall be held at the principal business office of the corporation.

ARTICLE V: CORPORATE OFFICERS

The initial officers shall be:

President:	Larry Stewart 20375 Northeast 15th Court North Miami Beach, Florida 33179-2709
Vice-President:	Paul Giordano 20375 Northeast 15th Court North Miami Beach, Florida 33179-2709
Secretary/Treasurer:	Scott Statler 20375 Northeast 15th Court North Miami Beach, Florida 33179-2709

The officers' terms shall run from the date of incorporation until June 30, 1999. The sitting board of directors shall elect all successor officers on or before the 30th day of June, 1999, and of each following calendar year. The successors' terms shall commence as of the 1st day of the next following July.

ARTICLE VI: LIMITATION OF CORPORATE POWERS

The corporation shall award financial assistance and/or scholarship funds to members and dependents of members of the Sheet Metal Workers International Association, Local 32 to further their general welfare, comfort, and/or educational advancement. The corporation shall not have any powers inconsistent with the provisions of section 617.0302, Florida Statutes.

ARTICLE VII: INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent is: Larry Stewart
20375 Northeast 15th Court
North Miami Beach, Florida 33179-2709

ARTICLE VIII: INCORPORATORS

The incorporators for these Articles are: John Cravey
20375 Northeast 15th Court
North Miami Beach, Florida 33179-2709

Rene E. Devilliers, Jr.
20375 Northeast 15th Court
North Miami Beach, Florida 33179-2709

Paul Giordano
20375 Northeast 15th Court
North Miami Beach, Florida 33179-2709

Scott Statler
20375 Northeast 15th Court
North Miami Beach, Florida 33179-2709

Larry Stewart
20375 Northeast 15th Court
North Miami Beach, Florida 33179-2709

The undersigned incorporators have executed these Articles of Incorporation this 12 day of October, 1998.

John D Cravy

REC'd

Paul J. Gordon

Scott Statler

Larry OW Stewart

FILED
98 OCT 16 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY ALSO ACCEPT DESIGNATION OF REGISTERED AGENT.