



Friends of JIA, INC.

2400 Yankee Clipper Dr. St. 301  
Jacksonville, FL 32218  
(904) 741-2013  
FAX (904) 741-2011

N980000006386

November 4, 1998

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

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-11/06/98--01010--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: TROJAX, Inc.

Dear Sir:

Enclosed you will please find the articles of incorporation for a nonprofit corporation entitled TROJAX, INC. I also enclose my draft in the amount of \$78.75. I appreciate your efforts to process this request.

Very truly yours,

(Prof.) William I. Weston,  
President

Mr. Weston gave auth  
by phone to add the  
Principal office.

FILED

98 NOV -6 PM 3:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(904) 680-7704

Dmc  
11-9-98

ARTICLES OF INCORPORATION  
OF  
TROJAX, INC.

**FILED**  
98 NOV -6 PM 3: 51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

Section 1, The name of this Corporation is TROJAX, Inc.

ARTICLE II - STATEMENT OF CORPORATE NATURE

Section 1. This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes..

ARTICLE III - GENERAL AND SPECIFIC PURPOSES

Section 1. The specific and primary purposes for which this corporation is formed are to provide for an educational and training program for high school and college students interested in administrative and business education and experience. .

Section 2, Specifically, the primary purposes for which this corporation is formed are to provide educational and training experiences for high school and college students in the Duval County region in administrative, governmental and business skills.

Section 3 . The general purposes for which this corporation is formed are to operate exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section ~501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

Section 4, This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office,

Section 5, This corporation shall comply at all times with Section 617.0835, Florida Statutes (1995), as amended from time to time,

Section 6. Notwithstanding any other provision of these Articles of Incorporation,, the purposes of these Articles of Incorporation, the purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501 ~ (c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. Notwithstanding any other provision 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,

#### ARTICLE IV - TERM

Section 1. This corporation shall have a perpetual existence.

#### ARTICLE V - INCORPORATOR

Section 1. The name and residence address of the incorporator of this corporation is:

Professor William I. Weston  
2400 Yankee Clipper Drive, suite 301  
Jacksonville, Florida 32218

**ARTICLE VI - LOCATION OF PRINCIPAL  
OFFICE AND IDENTIFICATION OF REGISTERED AGENT**

**Section 1.** The County in the State of Florida where the principal office for the transaction of the business of this corporation is to be located at 2400 Yankee Clipper Drive #301, Jacksonville, Florida 32218.

**Section 2.** The name and address of this corporation's registered agent is Professor William I. Weston, 7555 Beach Boulevard, Jacksonville, Florida 32216

**ARTICLE VII - MANAGEMENT OF CORPORATE AFFAIRS**

**Section 1, Board of Directors,** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, The number of directors of the corporation shall be five; provided,, however,, that such number may be changed pursuant to the bylaws duly adopted by the members, The method of election of the board of directors shall be as stated in the bylaws of the corporation, The directors named herein as the first board of directors shall hold office perpetually until their resignation, removal or death at which time such vacancy shall be filled in accordance with the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action, Such written consent or consents shall be filed with the minutes of the proceedings of the board,, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors, Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written

consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act, Such a statement shall be prima facie evidence of such authority,

The names and addresses of such first members of the board of directors are as follows:

Professor William I. Weston  
7555 Beach Boulevard  
Jacksonville, Florida 32216

Professor Mike Jorgensen  
7555 Beach Boulevard  
Jacksonville, Florida 32216

Kenneth Brockington  
2400 Yankee Clipper Drive #301  
Jacksonville, Florida 32218

Louis A. Frasheur, CPA  
7555 Beach Boulevard  
Jacksonville, Florida 32216

Section 2. Corporate Officers, The board of directors shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time,

## ARTICLE VIII - BYLAWS

Section ~1. Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Prof it law of Florida concerning corporate action that must be authorized or approved by board of directors of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board

of directors or by following the procedures set forth therefor in the bylaws.

#### ARTICLE IX - DEDICATION OF ASSETS

Section 1. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or to the benefit of any private individual,

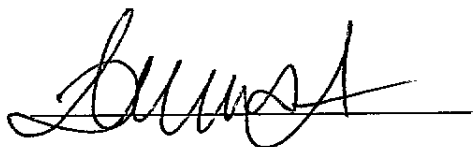
#### ARTICLE ~X - DISTRIBUTION-OF ASSETS

Section 1. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section ~501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws,

#### ARTICLE XI - AMENDMENT OF ARTICLES

Section 1. Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the board of directors for their vote. Amendments may be adopted by the vote of a majority of a quorum of the board of directors of the corporation,


I, the undersigned, being the incorporator of this corporation, and, for the purpose of forming this nonprofit charitable corporation under the laws of Florida, have executed these articles of incorporation on October 30, 1998.



William Weston

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for TROJAX, Inc. a Florida not for profit corporation,, in accordance with Florida Statutes,, Section 617. 0501, as may be amended from time to time,

  
William Weston

**FILED**  
98 NOV -6 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA