

N990000001641

RONALD K. LANTZ

ATTORNEY AT LAW

FLAGLER SQUARE
1850 FOREST HILL BLVD., SUITE 101
WEST PALM BEACH, FLORIDA 33406
TELEPHONE: (561) 966-5447
FACSIMILE: (561) 966-3565

March 9, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation
Palm Coast Joint Training Association, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Palm Coast Joint Training Association, Inc., together with this firm's trust account check in the amount of \$78.75 for filing fees and one certified copy. Please return the Certificate of Incorporation and one certified copy of the Articles of Incorporation to this office once same is duly filed.

Thank you for your assistance in this matter.

000002802470-1
-03/11/99-01071-001
*****78.75 *****78.75

Sincerely,

Ronald K. Lantz

Ronald K. Lantz

RKL/tl
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR 11 PM 2:39

FILED

Dmc
3/16/99

ARTICLES OF INCORPORATION
OF
PALM COAST JOINT TRAINING
ASSOCIATION, INC.

FILED
99 MAR 11 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this nonprofit corporation is PALM COAST JOINT TRAINING ASSOCIATION, INC. The principal place of business shall be at 4620 Summit Boulevard, West Palm Beach, FL 33415.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This nonprofit corporation is organized exclusively for educational purposes, including, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code). This nonprofit corporation is formed and shall be operated exclusively for assistance, training, and educating individuals in the trade school environment and other nonprofit purposes.

ARTICLE IV -ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is shall be provided for in the By-Laws of the Corporation.

ARTICLE V -LIMITATION OF CORPORATE POWERS

The corporate powers of this nonprofit corporation are as provided in Section 61.0302, Florida Statutes. No part of any net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 the furtherance of Section 501(c)(3) purposes. 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 (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any further Federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any further Federal tax code).

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this nonprofit corporation shall be 1850 Forest Hill Blvd., Suite 101, West Palm Beach, FL 33406, and the name of the initial registered agent of this corporation at such office shall be Ronald K. Lantz, Esquire, who upon accepting this designation agrees to comply with the provisions of §48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII - INCORPORATORS

The names and the street addresses of the incorporators for these articles of incorporation are:

Michael Steen	1001 West 15th Street Riviera Beach, FL 33404
Dan W. Shrewsbury	1000 Oklawaha Avenue West Palm Beach, FL 33409
C. Dale Ewing	4620 Summit Blvd. West Palm Beach, FL 33415

ARTICLE VIII - INDEMNIFICATION

The nonprofit corporation shall indemnify any Officer or Director or Incorporator to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - DISSOLUTION

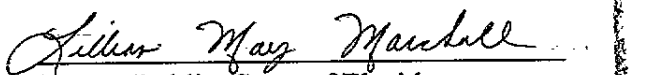
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any further Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 8th day of March, 1999.


MICHAEL STEEN

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of PALM COAST JOINT TRAINING ASSOCIATION, INC., were acknowledged before me by Michael Steen as an Incorporator, who is personally known to me or produced _____ as identification, this 8th day of MARCH, 1999.

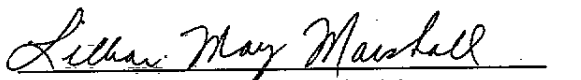

Notary Public, State of Florida
Print Name: LILLIAN MAY MARSHALL

LILLIAN MAY MARSHALL
Notary Public - State of Florida
My Commission Expires Dec 1, 1999
Commission # CC 514146


DAN W. SHREWSBURY

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of PALM COAST JOINT TRAINING ASSOCIATION, INC., were acknowledged before me by Dan W. Shrewsbury as an Incorporator, who is personally known to me or produced _____ as identification, this 8th day of MARCH, 1999.


Notary Public, State of Florida
Print Name: LILLIAN MAY MARSHALL

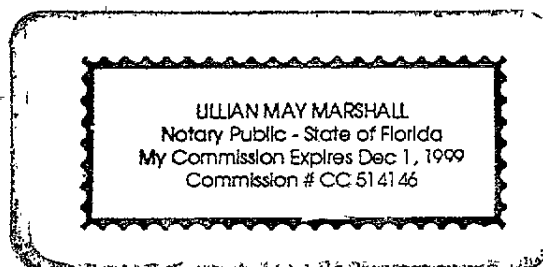
LILLIAN MAY MARSHALL
Notary Public - State of Florida
My Commission Expires Dec 1, 1999
Commission # CC 514146

C. Dale Ewing
C. DALE EWING

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of PALM COAST JOINT TRAINING ASSOCIATION, INC., were acknowledged before me by C. Dale Ewing as an Incorporator, who is personally known to me or produced _____, as identification, this 8th day of MARCH, 1999.

Lillian May Marshall
Notary Public, State of Florida
Print Name: LILLIAN MAY MARSHALL



FILED

99 MAR 11 PM 2:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is: Palm Coast Joint Training Association, Inc.
2. The name and address of the registered agent and office is:

Ronald K. Lantz, Esquire
Attorney at Law
Flagler Square - Suite 101
1850 Forest Hill Boulevard
West Palm Beach, FL 33406

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Ronald K. Lantz, Esq.

Signature: _____

Ronald K. Lantz, Esq.

Dated: _____

3/7/99