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ACCOUNT NO. : 072100000032

REFERENCE : 175572 4347A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : March 19, 1999

ORDER TIME : 12:16 PM

ORDER NO. : 175572-005

CUSTOMER NO: 4347A

CUSTOMER: Ms. Robin L. Treadway
BURTON & BURTON, PA
BURTON & BURTON, PA
P.O. Drawer 1729

Wauchula, FL 33873

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DOMESTIC FILING

NAME: CHRISTIAN WOMEN'S JOB
CORPORATION

EFFECTIVE DATE:

600002812366--3

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: Robert Maxwell

EXAMINER'S INITIALS:

g 3/19/99

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**ARTICLES OF INCORPORATION
of
CHRISTIAN WOMEN'S JOB CORPORATION
a Florida Not For Profit Corporation**

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

Article I

The name of the corporation is CHRISTIAN WOMEN'S JOB CORPORATION

Article II

The corporation shall have perpetual duration.

Article III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion, charity and education and for other charitable purposes, by the distribution of its funds for those purposes, and particularly to provide educational opportunities for women to learn various job skills.

(b) The general purposes for which this corporation is formed are to operate exclusively for religious, charitable and educational purposes which 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 those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) 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.

Article IV

(a) Directors as Membership. The sole class of members of this corporation shall be its directors.

(b) Rights and Liabilities of Members. The members of this corporation shall have no right, title, or interest in its income, property, or assets, nor shall any portion of its income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

Article V

The street address of the principal office and initial registered office of the corporation is 116 North Lake Avenue, Avon Park, FL 33825. The name of its initial registered agent at that address is Carol Hall.

Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than seven (7); provided, however, that number may be increased by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on May 25, 1999 at 2:00 p.m. at 116 North Lake Avenue, Avon Park, FL 33825, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of two (2) years until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held on the 25th day of May of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

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 the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any 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 that relates to action taken in this manner 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 act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>Name:</u>	<u>Address:</u>
Sharon Childress	360 Grove Street, Avon Park, FL 33825
Devon P. Donaldson	1405 Misty Lake Terrace, Avon Park, FL 33825
Carol Hall	217 North Verona Avenue, Avon Park, FL 33825
Betty Heckard	405 South Delaney Avenue, Avon Park, FL 33825
Ron Holley	102 East Palmetto Street, Avon Park, FL 33825
J. David Langford	3060 North Cambridge Road, Avon Park, FL 33825
Helen Owens	1537 West G Street, Avon Park, FL 33825

Article VII

The name and address of each incorporator are:

<u>Name:</u>	<u>Address:</u>
Devon P. Donaldson	1405 Misty Lake Terrace, Avon Park, FL 33825

Article VIII

The board of directors shall elect the following officers: president, vice-president, treasurer, and secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

<u>Name:</u>	<u>Address:</u>	<u>Office:</u>
Carol Hall	217 North Verona Avenue Avon Park, FL 33825	President
Sharon Childress	360 Grove Street Avon Park, FL 33825	Secretary
J. David Langford	3060 North Cambridge Road Avon Park, FL 33825	Treasurer

Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the 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 procedure set forth in the bylaws.

Article X

The property of this corporation is irrevocably dedicated to religious, charitable or educational purposes and no part of the net earnings, income, properties or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private person or individual.

Article XI

On the dissolution, liquidation, or winding up of this corporation, its properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit 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.

IN WITNESS WHEREOF, I have subscribed my name this 19th day of March, 1999.



DEVON P. DONALDSON
Incorporator

(ACKNOWLEDGMENT ON FOLLOWING PAGE)

STATE OF FLORIDA:
COUNTY OF HARDEE:


On this 10th day of March, 1999, before me, a notary public personally appeared DEVON P. DONALDSON, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein. He is personally known to me and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Wauchula, Florida.

NOTARY PUBLIC



John W. H. Burton
MY COMMISSION # CC763634 EXPIRES
July 30, 2002
BONDED THRU TROY FAIN INSURANCE, INC.



State of Florida at Large
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for CHRISTIAN WOMEN'S JOB CORPORATION, I hereby accept the appointment as its registered agent and agree to act in this capacity. Furthermore, I 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.

3-10-99

Date



CAROL HALL, Registered Agent

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