

1799000007285

TRANSMITTAL LETTER

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

600003066086--8  
-12/09/99--01098--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: BETA Business Solutions, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Broward Employment and Training Administration  
Name (Printed or typed)

330 N. Andrews Avenue, Legal Department  
Address

Ft. Lauderdale, FL 33301  
City, State & Zip

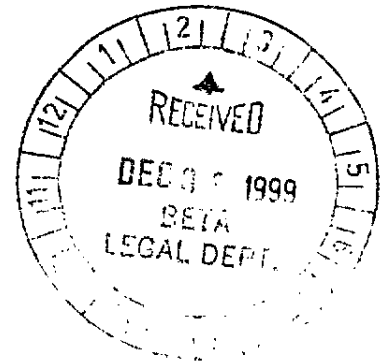
(954) 765-4975  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED  
1999 DEC -9 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A. Howell DEC 10 1999

**ARTICLES OF INCORPORATION  
OF THE  
BETA BUSINESS SOLUTIONS, INC.  
A NOT FOR PROFIT CORPORATION**



In compliance with the requirements of Florida Statutes, Chapter 617, the  
Undersigned, desiring to be incorporated as a corporation not for profit under  
Florida law, hereby certify that:

**ARTICLE I**

**NAME**

The name of the corporation is BETA BUSINESS SOLUTIONS, INC.

**ARTICLE II**

**DURATION**

The Corporation existence shall commence with filing with the Secretary  
of State and the period of time of duration of this corporation, not for profit shall  
be perpetual.

**ARTICLE III**

**PURPOSE**

The purpose for which this corporation is organized is exclusively for  
religious, charitable, scientific, testing for public safety, literary, and educational  
purposes, no part of the net earnings of which inures to the benefit of any private  
shareholder or individual, or no substantial part of the activities of which is  
carrying on propaganda, or otherwise attempting, to influence legislation (except

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1999 DEC -9 PM 12:28

FILED

as otherwise provided in subsection (h) of IRS Code 501(c) (3), and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office as contemplated by Section 501(c)(3) of the Internal Revenue Code of 1986. Any reference herein to any provision of such Code shall be deemed to mean such provision as now or hereafter existing, amended, supplemented, or superseded, as the case may be.

The specific purpose and primary purpose for which this corporation is formed is:

(1) To operate services, programs and activities to enhance the services provided by Broward Employment and Training Administration (hereinafter referred to as BETA). The BETA Council, is a consortium of the Cities of Fort Lauderdale and Hollywood and Broward County, existing under and by virtue of the laws of the State of Florida as an Inter-Local Governmental Agency. BETA serves as the administrative entity for the Broward Workforce Development Board/WAGES Coalition, Inc., a not for profit corporation. BETA and its Boards provides policy guidance, coordinate efforts and exercise oversight with respect to federal and state workforce development and welfare reform programs to assist individuals in obtaining training, education and unsubsidized job placement.

(2) To provide all other lawful purposes and services pursuant to Florida State laws and statutes.

Notwithstanding any other provisions 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.

#### ARTICLE IV

##### QUALIFICATIONS OF MEMBERS

The membership of this corporation shall be the Board of Directors. Admission and appointment to membership shall be contingent upon membership on the Broward Workforce Development Board's Executive Committee and approval by the Board of Directors as set forth in the Bylaws.

##### BYLAWS

The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time consistent with Florida Statutes, Chapter 617, and other law applicable to, not for profit tax exempt corporations.

#### ARTICLE V

##### AMENDMENTS TO ARTICLES OF INCORPORATION

A member of the Board of Directors may propose amendments to the Articles of Incorporation. A majority of the Board of Directors shall constitute a quorum for the purposes of amending the Articles of Incorporation. If a quorum is present, the Articles of Incorporation may be amended by a two-thirds (2/3) vote of the Board of Directors at any regular meeting or any special meeting called for that purpose.

## ARTICLE VI

### BOARD OF DIRECTORS

The Board of Directors shall consist of not fewer than three(3) members. The first Board of Directors shall consist of eleven (11) members. The term of the Board of Directors shall be established in the Bylaws. The first Board members shall consist of the following named individuals:

Gary Arenson  
Senior Partner  
Arenson & Sandhouse, P.A.  
10231 Taft Street  
Pembroke Pines, FL 33026

Margaret Croxton  
President  
Margaret Croxton Enterprises  
1315 S. Miami Rd. #F  
Ft. Lauderdale, FL 33316

Catherine McKenzie  
Manager, Corporate & External Affairs  
Bell South  
4500 N. Hiatus Road  
Suite 211  
Sunrise, Florida 33341

William McCormick  
Cullen Medical Supplies  
4500 N. Hiatus Rd. Ste.211  
Sunrise, FL 33351

Belinda Keiser  
Vice President of Development  
Keiser College  
1500 NW 49th Street  
Ft. Lauderdale, FL 33309

Dr. William Hewlett  
Superintendent  
Sheridan Hills Christian School  
3751 Sheridan Street  
Hollywood, FL 33021

Ron Greenstein  
President  
The Greenstein Group  
1500 NW 49th Street  
Ft. Lauderdale, FL 33309

Ralph Parilla  
President  
Parilla & Associates  
P.O. Box 15670  
Plantation, FL 33318

William Armstrong  
President  
Armstrong Ford of Pompano Beach  
1000 N. Federal Highway  
Pompano Beach, FL 33062

Dr. Abraham S. Fischler  
President  
ASF Solutions, Inc.  
116 S.E. 6th Court  
Ft. Lauderdale, FL 33301

Kevin Cregan  
Executive Director  
Broward County Housing Authority  
1773 N. State Road 7  
Lauderhill, FL 33313

## ARTICLE VII

### CORPORATE OFFICERS AND THEIR ELECTION

The President, Vice President, Secretary/Treasurer, and the Board of Directors shall run the affairs of the corporation. Election of officers and members of the Board shall be at an annual meeting. Time for re-election may be altered by the Bylaws.

The names of the officers who shall serve until the first election of Board members under the Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Gary Arenson	Arenson & Sandhouse, P.A. 10231 Taft Street Pembroke Pines, FL 33026	President
Catherine McKenzie	Bell South 4500 N. Hiatus Road Suite 211 Sunrise, Florida 33341	Vice President

William Armstrong

Armstrong Ford of  
Pompano Beach  
1000 N. Federal Highway  
Pompano Beach, FL 33062

Secretary/Treasurer

#### ARTICLE VIII

##### REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is: 330 North Andrews Avenue, Fort Lauderdale, Florida 33301, and the name of the registered agent of this corporation at that address is: Mason C. Jackson.

#### ARTICLE IX

##### DISPOSITION OF ASSETS

If this corporation is dissolved for any reason, the remaining assets shall revert to BETA Council or to the Broward Workforce Development Board, Inc., a not for profit corporation or to any other nonprofit organization designated by the Board of Directors acting as Trustees for the corporation and which qualifies under Section 501(c)(3) of the Internal Revenue Code.

#### ARTICLE X

##### LOCATION

The principal location of this corporation shall be at: 330 North Andrews Avenue, Fort Lauderdale, Florida 33301.

#### ARTICLE XI

##### PRIVATE ASSETS EXEMPT

The private assets of the members of this corporation and the officers and directors of this corporation shall be forever exempt from corporate debts and obligations of any kind whatsoever.

## ARTICLE XII

### NONPROFIT STATUS

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to, its members, 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 distribution in furtherance of the purposes of the corporation. Not more than an insubstantial part of the activities of the corporation shall consist of 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 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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

## ARTICLE XIII

### POWERS

As contemplated in Section 501(c)(3) of the Internal Revenue Code as a corporation organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to



children or animals, no part of the net earnings of which inures to the benefit of any private shareholder or individual, or no substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h)), and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, no part of the net earnings of which inures to the benefit of any private shareholder or individual, or no substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h)), and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office, this corporation shall have power to:

Section 1: Acquire, either by gift, grant, purchase or bequest, and to hold, own manage, sell, grant, convey, mortgage, pledge or otherwise encumber, lease, improve and dispose of real, personal or mixed property wherever situated: to operate said properties, or any part thereof, or any business it may acquire in any location, in the name of the corporation or in any other manner, and for its benefit and in its behalf, through such persons or agents as it may

determine or select from time to time by a majority action of the directors, to receive donations, gifts and endowments, and to administer the same, all such real, personal and mixed property to acquire or receive by gift, grant, purchase, bequest or donation shall be used and employed, however, for educational charitable, or social and benevolent purpose and not for pecuniary profit of the members.

Section 2: And in general, to possess and exercise all the rights, privileges, immunities and prerequisites now or hereafter authorized by or under the provisions of the laws of the State of Florida.

ARTICLE XIV

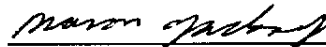
INCORPORATOR

The name and address of the incorporator, who is a citizen of the United States, is:

Mason C. Jackson  
Executive Director  
Broward Employment and Training Administration  
330 North Andrews Avenue  
Ft. Lauderdale, FL 33301

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, pursuant to the Florida Not For Profit Act.

DATED ON 12/6/99.

  
Mason C. Jackson  
Executive Director  
Broward Employment and Training  
Administration  
330 North Andrews Avenue  
Ft. Lauderdale, FL 33301

FILED

1999 DEC -9 PM 12:28

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION AND ACCEPTANCE  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida submits the following state in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is BETA Business Solutions, Inc.
2. The name and address of the registered agent and office is:

Mason C. Jackson,  
Broward Employment and Training Administration  
330 North Andrews Avenue  
Ft. Lauderdale, FL 33301

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FUTHER 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.

SIGNATURE: Mason Jackson  
MASON C. JACKSON

DATE: 12/2/99