

# RADCLIFFE, KING & ASSOCIATES, INC.

61 A & L DRIVE

E-MAIL: AKING42012@AOL.COM

QUINCY, FLORIDA 32351

TELEPHONE (850) 875-1226

February, 6, 1998

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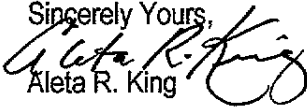
Re: Radcliffe, King & Associates, Inc. Application filing for Profit Corporation

Please accept this application for the filing of Corporation Form Profit status. Please let me know if there is any more information needed to complete the process.

Thank you in advance for your assistance.

Sincerely Yours,

Aleta R. King



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DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION  
OF  
RADCLIFFE, KING AND ASSOCIATES, INC.**

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**ARTICLE I**

**NAME:** The name of the corporation shall be RADCLIFFE, KING AND ASSOCIATES, INC.

**ARTICLE II**

**PURPOSE:** The purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**ARTICLE III**

**INITIAL BUSINESS:** The corporation initially intends to conduct the business of job training and welfare reform and related support services. Such initial intention shall in no manner whatever limit the character of the business which the Corporation may ultimately conduct.

**ARTICLE IV**

**AUTHORIZED CAPITAL:** The authorized capital stock of this Corporation shall be 35 (thirty-five) shares of common stock, par value \$1.00 (one-dollar and no cents ) per share.

**ARTICLE V**

**STATUTORY AGENT:** The name and address of the initial Statutory Agent of the Corporation is: Aleta Radcliffe King, 61 A&L Drive, Quincy, FL 32351  
The principal office address shall be the same as the registered office address.

**ARTICLE VI**

**BOARD OF DIRECTORS:** The initial Board of Directors shall consist of three (3) directors. The persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are: Aleta Radcliffe King, Herbert Lee Radcliffe, Sr., and Ruby Thomas otherwise, the number of persons to serve on the Board of Directors shall be fixed by the Bylaws of the Corporation.

**ARTICLE VII**

**INCORPORATORS:** The names and addresses of the incorporators of the Corporation are: Aleta Radcliffe King, 61 A&L Drive, Quincy, FL 32351; Herbert Lee Radcliffe, Sr., 937 Marion Street, Daytona Beach, FL 32114; and Ruby Thomas, 937 Marion Street, Daytona Beach, FL 32114.

**ARTICLE VIII**

**DISTRIBUTION FROM CAPITAL SURPLUS:** The Board of Directors of the Corporation may, from time to time, distribute to its shareholders out of, or purchase its own shares from, the capital surplus of the corporation.

**ARTICLE IX**

**REPURCHASE OF SHARES:** The Board of Directors of the Corporation may, from time to time, cause the Corporation to purchase its own shares to the extent of the unreserved and unrestricted earned and capital surplus

of the Corporation.

#### ARTICLE XI

**DIVIDENDS:** The Board of Directors may authorize the payment of dividends to the holders of shares of any class of stock payable in shares of any other class.

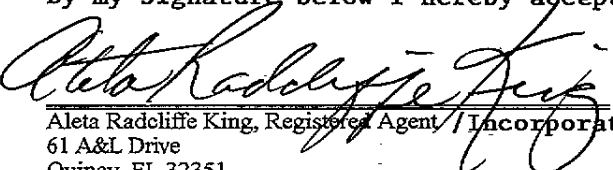
#### ARTICLE XII

**INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS:** The corporation may indemnify officers, directors, employees or agents in accordance with applicable sections of the state statutes or any successor statute.

#### ARTICLE XIII

**LIMITATION OF LIABILITY:** The liability of directors to the Corporation or its shareholders for monetary damages for breach of fiduciary duty is eliminated and or limited to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribers of this corporation have hereby set hands unto these Articles of Incorporation and bearing their hands unto these Articles of Incorporation and bearing an authentic signature which is affixed to this document, this 4<sup>th</sup> day of February 1998, A. D.  
By my signature below I hereby accept designation as registered agent.

  
Aleta Radcliffe King, Registered Agent / Incorporator  
61 A&L Drive  
Quincy, FL 32351

2-4-98

Date

The above person known subscriber personally appeared before me and identified himself as sworn by an authentic signature in execution of these Articles of Incorporation.

  
Notary



Joy Sanders Godwin  
MY COMMISSION # CC673153 EXPIRES  
October 28, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

Seal

2-4-98

Date

10-28-2001

Commission Expiration Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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THIS INSTRUMENT PREPARED BY: Wenworth Corporation, Post Office Box 655, New Brockton, AL 36351, Telephone (334) 347-6120, Facsimile (334) 347-2295, E-mail: wencorp@snowhill.com.