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TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560

January 22, 1999
Via Hand Delivery

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

FILED
99 JAN 22 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
80000275286-6
-01/25/99-01001-001
*****78.75 *****78.75

Re: COMMUNITY PARTNERS FOR EMPLOYMENT, INC.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation and Designation of Registered Agent for the above-referenced corporation. Also enclosed is our check in the amount of \$78.75 to cover the filing fee (\$35.00), designation of registered agent (\$35.00), and certified copy charge (\$8.75). I would appreciate your calling my office when the certified copy is ready, and I will arrange for someone to pick it up.

If you have any questions or if any additional information is needed, please call my assistant, Judy Helms, or me at 425-5471.

Yours truly,

J. Jeffrey Wahlen

Enclosures

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RECEIVED
99 JAN 22 PM 3:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION OF
COMMUNITY PARTNERS FOR EMPLOYMENT, INC.**

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I.
Name and Principal Office**

The name of this Corporation shall be **COMMUNITY PARTNERS FOR EMPLOYMENT, INC.** The principal place of business and mailing address of this Corporation is 2475 Apalachee Parkway, Suite 205, Tallahassee, Florida 32301-4946.

**ARTICLE II.
Nature of Business**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE III.
Stock**

The authorized capital stock of this Corporation shall consist of five thousand shares (5,000) of common stock of One Dollar (\$1.00) par value per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock

and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

ARTICLE IV. Powers

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V. Incorporator

The name and street address of the Incorporator of this Corporation are as follows:

TERRY FARMER
2475 Apalachee Parkway
Suite 205
Tallahassee, Florida 32301-4946

ARTICLE VI. Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII. Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 2475 Apalachee Parkway, Suite 205, Tallahassee, Florida 32301-4946. The name of the initial Registered Agent of the Corporation at the above address shall be **TERRY FARMER**. The Board of Directors may from time to

time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE VIII.
Number of Directors**

This Corporation shall have no fewer than one Director. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

**ARTICLE IX.
Initial Board of Directors**

The initial Board of Directors shall consist of one person. The name and street address of the member of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until his successor is elected are as follows:

TERRY FARMER
2475 Apalachee Parkway
Suite 205
Tallahassee, Florida 32301-4946

**ARTICLE X.
Officers**

The Corporation shall have a president, a secretary, and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office. The initial officers shall be determined at the organizational meeting of the Corporation.

ARTICLE XI.
Transactions In Which Directors Or Officers Are Interested

A. No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because such Director or Directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

1. The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

2. The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or


3. The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

B. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

**ARTICLE XII.
Amendment**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 22nd day of January, 1999.



TERRY FARMER
Incorporator

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Articles of Incorporation of COMMUNITY PARTNERS FOR EMPLOYMENT, INC., were acknowledged before me this 22nd day of January, 1999, by **TERRY FARMER**. Such person: (☒) is personally known to me; () produced a current Florida driver's license as identification; () produced _____ as identification.



Patricia Allen Runnigren
MY COMMISSION # C0544537 EXPIRES
April 1, 2000
BONDED THRU TROY FARM INSURANCE, INC.
(Notarial Seal)



(Signature of Notary Public)

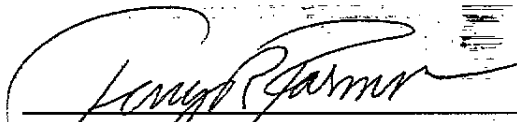
Patricia Allen Runnigren

(Typed or Printed Name of Notary Public)

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**


In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

COMMUNITY PARTNERS FOR EMPLOYMENT, INC., desiring to organize as a corporation under the laws of the state of Florida, has designated 2475 Apalachee Parkway, Suite 205, Tallahassee, Florida 32301-4946, as its initial registered office and has named **TERRY FARMER**, located at said address, as its initial Registered Agent.



TERRY FARMER
Incorporator
Date: January 22nd, 1999

Having been named Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as Registered Agent.



TERRY FARMER
Registered Agent
Date: January 22nd, 1999

TALLAHASSEE, FLORIDA
SECRETARY OF STATE
99 JAN 22 PM 2:00
FILED