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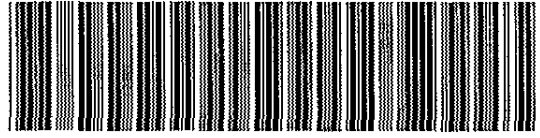
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W07-4526

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2007 FEB -2 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 2 2007

JULIUS L. WILLIAMS

ATTORNEY AND COUNSELOR AT LAW

WINTER PARK EXECUTIVE CENTER
SUITE 115
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WINTER PARK, FLORIDA 32789

TELEPHONE: (407) 629-2810

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23 January 2007

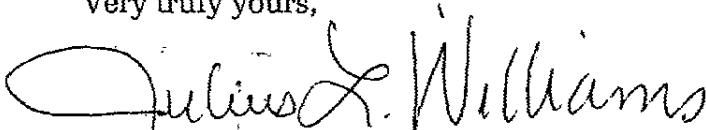
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of Callahan Neighborhood Association, Inc.

Dear Sir/Madam:

Enclosed you will find the original and copy of the Articles of Incorporation of Callahan Neighborhood Association, Inc. Please file and furnish me with a certified copy. A check in the amount of \$78.75 is enclosed. Thank you for your cooperation.

Very truly yours,



Julius L. Williams

JLW/

Encl.

cc: Ms. Ann Brown
w/o encl.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 26, 2007

JULIUS L. WILLIAMS
1950 LEE ROAD STE 115
WINTER PARK, FL 32789

SUBJECT: CALLAHAN NEIGHBORHOOD ASSOCIATION, INC.
Ref. Number: W07000004526

We have received your document for CALLAHAN NEIGHBORHOOD ASSOCIATION, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 707A00006483

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CALLAHAN NEIGHBORHOOD ASSOCIATION, INC.

We, the undersigned, desiring to form a corporation, not for profit, under the provisions of Chapter 617, Florida Statutes, do agree to the following:

ARTICLE I
NAME

The name of the corporation shall be: CALLAHAN NEIGHBORHOOD ASSOCIATION, INC.

ARTICLE II
PRINCIPAL OFFICE

The street address of the initial principal office is: 1027 West Polk Street, Orlando, Florida 32805 and the mailing address is: P.O. Box 551110, Orlando, Florida 32855-1110; and such other places as the Board of Directors may designate.

ARTICLE III
TERM

This corporation shall exist perpetually.

ARTICLE IV
PURPOSE

The purposes for which the corporation is organized are:

1. To develop and promote sound community development growth in the form of innovative projects and programs or activities to address and improve human resources available to residents of

Callahan Neighborhood in Orlando, Florida.

2. To develop an emergency fund to be used in the community for residents in need of assistance.

3. To establish and stimulate an awareness of community participation and involvement.

4. To do any and all other charitable projects which might be of benefit to the Callahan Neighborhood.

ARTICLE V
OFFICERS

The officers of the corporation shall be President, Vice President, Secretary, and Treasurer.

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

The names and addresses of the initial officers are:

<u>Name</u>	<u>Addresses</u>
Annie Patricia Brown (President)	1027 West Polk Street Orlando, Florida 32805
Jerome T. Williams (Vice President)	1020 West Polk Street Orlando, Florida 32805
Josie B. Owens (Secretary)	110 North Westmoreland Drive Orlando, Florida 32805
Lynn Nicholson (Treasurer)	36 North Terry Avenue Orlando, Florida 32801

ARTICLE VI
DIRECTORS

The business of the corporation shall be managed by the Board of Directors. This corporation shall have no less than three (3) directors at any given time and no more than fifteen (15).

The members of the Board of Directors shall be members of the corporation.

The members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

The names and addresses of the persons who are to serve as directors for the ensuing year or until the first annual meeting of the corporation are:

<u>Names</u>	<u>Addresses</u>
Annie Patricia Brown	1027 West Polk Street Orlando, Florida 32805
Jerome T. Williams	1020 West Polk Street Orlando, Florida 32805
Josie B. Owens	110 North Westmoreland Drive Orlando, Florida 32805
Lynn Nicholson	36 North Terry Avenue Orlando, Florida 32805
Sarah Davis	741 West Bentley Street Orlando, Florida 32805
Alma Bryant	114 North Westmoreland Drive Orlando, Florida 32805
Jerome P. Williams	1020 West Polk Street Orlando, Florida 32805

ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent are:

Annie Patricia Brown
1027 W. Polk Street
Orlando, Florida 32805

ARTICLE VIII
INCORPORATORS

The names and addresses of the incorporators are:

<u>Names</u>	<u>Addresses</u>
Annie Patricia Brown	1027 West Polk Street Orlando, Florida 32805
Jerome T. Williams	1020 West Polk Street Orlando, Florida 32805
Josie B. Owens	110 North Westmoreland Drive Orlando, Florida 32805
Lynn Nicholson	36 North Terry Avenue Orlando, Florida 32805
Sarah Davis	741 West Bentley Street Orlando, Florida 32805
Alma Bryant	114 North Westmoreland Drive Orlando, Florida 32805
Jerome P. Williams	1020 West Polk Street Orlando, Florida 32805

ARTICLE IX
INDEMNIFICATION

Every director and every officer of the corporation, and every member of the corporation serving the corporation at its request, shall be indemnified by the corporation against all expenses and liabilities, including attorneys fees, reasonably incurred by or imposed on the person in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the corporation, or by reason of his having served the corporation at its request, whether or not he is a

director or officer or member serving the corporation at the time the expenses or liabilities are incurred, except when the director, officer or member serving the corporation is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the board of directors approve the settlement and reimbursement as being in the best interest of the corporation. This right of indemnification shall be in addition to and not exclusive of all other rights to which the director, officer or member serving the corporation may be entitled.

ARTICLE X
BY-LAWS

The Board of Directors of this corporation may provide such by-laws for the conduct of the business of the corporation and the carrying out of its purposes as it may deem necessary from time to time.

Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by two-thirds

vote of those present.

Amendments may also be made at a regular meeting of the membership upon notice given, as provided in the by-laws, of intention to submit such amendments.

ARTICLE XII
INDEBTEDNESS

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall never be greater than \$100,000.00.

ARTICLE XIII
PROPERTY

The corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to both real and personal property, and to improve, encumber, sell, convey and dispose of all such property in conformity with the laws of the State of Florida.

ARTICLE XIV
NON-PROFIT STATUS

No person, firm or corporation shall ever receive any dividends or profits from the undertakings of this corporation and upon dissolution of this corporation, all of its assets remaining after payments of all costs and expenses of such dissolution, shall be distributed to organizations which have qualified for exemption under Section 501(C)(3) of the Internal Revenue Code, and none of the assets will be distributed to any member or officer of this corporation.

IN WITNESS WHEREOF, we, the undersigned subscribers, have

hereunto set our hands and seals, this 14 day of November, 2006.

Annie Patricia Brown
ANNIE PATRICIA BROWN

Jerome T. Williams
JEROME T. WILLIAMS

Josie B. Owens
JOSIE B. OWENS

Lynn Nicholson
LYNN NICHOLSON

Sarah Davis
SARAH DAVIS

Alma Bryant
ALMA BRYANT

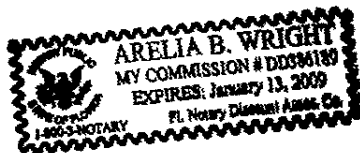
Jerome P. Williams
JEROME P. WILLIAMS

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ANNIE PATRICIA BROWN, JEROME T. WILLIAMS, JOSIE B. OWENS, LYNN NICHOLSON, SARAH DAVIS, ALMA BRYANT and JEROME P. WILLIAMS to me known to be the persons described as incorporators in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the Count and State named above this 14th day of November, 2006.

Areliia B. Wright
NOTARY PUBLIC



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, 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 obligations of my position as registered agent.

Executed this 14th day of November, 2006.



ANNIE PATRICIA BROWN
Registered Agent