

TRANSMITTAL LETTER

NP 6 000004457

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

000001580730
00/23/96--01055--015
*****70.75 *****70.75

SUBJECT: Community Concepts Foundation, 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
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: Charles Lichtenstein
Name (Printed or typed)

3003 Portofino Isle - Apt. K-1
Address

Coconut Creek, FL 33066
City, State & Zip

954-969-9149
Daytime Telephone number

5/27/96
[Signature]

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

ARTICLES OF INCORPORATION
OF
COMMUNITY CONCEPTS FOUNDATION, INC.

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation shall be:

COMMUNITY CONCEPTS FOUNDATION, INC.

ARTICLE II
Principal place of business and mailing address

Principal place of business and mailing address of this corporation shall be:

5440 North State - Route #7
Ft. Lauderdale, FL 33319

ARTICLE III
Purposes

The specific purposes for which the corporation is organized and are:

- A. To acquire, rehabilitate, repair, and market single family and other residential housing based upon a commitment to facilitate community and neighborhood revitalization in conjunction with the participation of state and local housing agencies, charitable organizations and non-profit foundations, along with the support of individuals and organizations and to expand home ownership opportunities for qualified individuals with the support of the local lending community.
- B. To establish a matrix of instructional and practical educational programs designed specifically for individuals currently residing in targeted communities, emphasizing tradecraft, administrative-clerical and other adjunct skills for the purpose of enhancing the Foundation's product and assuring continuity within the community of the housing rehabilitation process and to provide community members with additional marketable skills to encourage pride of ownership.

- C. The Corporation is irrevocably dedicated to, and operated exclusively for non-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.
- D. Said Corporation is organized exclusively for charitable, educational, religious, or scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Federal tax code)
- E. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be 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 or in opposition to 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 of 1986 (or the corresponding provision of any future Federal tax code) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding Section of any future Federal tax code).

ARTICLE IV Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

In accordance with the By-Laws adopted by the Corporation.

ARTICLE V
Limitation of corporate powers

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless limited, and are as follows:

To accomplish the aforesaid purposes, the Corporation is empowered:

- A. To advance money, to any person or corporation, either domestic or foreign, or wheresoever situate on such security as the Corporation's proper officers may deem available.
- B. To purchase, lease, mortgage, sell or convey or otherwise acquire or dispose of, property of any kind, including real and personal property and the business, good will, trade marks, rights and franchises of any corporation, co-partnership or individual carrying on any of the business which this Corporation is authorized to carry on, or any part of such business, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof; and to pay for such property, business, good will, rights trade marks and franchises in the manner provided by law.
- C. To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trade rights, trade names, processes, formulae and the like might be for any of the purposes of the Corporation; and to use, exercise develop and grant licenses to the same.
- D. To carry on any other business which may effectuate or facilitate the transaction of the aforesaid objects or business; or any of them, or any part thereof, or to enhance the value of its property, business or rights.
- E. To select, contract for, and conduct fund-raising activities by any and all legal means to promote the purposes and objectives of the Corporation;
- F. To receive grants, donations, devises, bequests, legacies, gifts, and other contributions without limitation as to amount or value, except such limitation, if any, as may be specifically imposed by law, and to own, hold, manage, invest and reinvest all such property received by it; to use and apply the net income and principal of all such property in such manner and at such time as the Corporation may deem best for furtherance and development of the purposes of the Corporation;
- G. Said business shall have and exercise all powers conferred by the General Laws of the State of Maryland, upon corporations formed thereunder, and shall exercise and enjoy all powers, rights and privileges granted to or

conferred upon corporations of this character by said General Laws, now or hereafter in force, except such acts not permitted by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any corresponding future provisions of said Code.

ARTICLE VI

Initial registered agent and street address

The name and the street address of the initial registered agent is:

Charles Lichtenstein
3003 Portofino Isle - Apt. K-1
Coconut Creek, FL 33066

ARTICLE VII

Incorporator

The name and the street address of the incorporator for these Articles of Incorporation is:

Charles Lichtenstein
3003 Portofino Isle - Apt. K-1
Coconut Creek, FL 33066

ARTICLE VIII

Disposition of assets upon dissolution

The Corporation shall have no capital stock, no stockholders and is not organized for profit. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for such purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Federal tax code). Any such asset not so disposed of shall be disposed of by the appropriate Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX
Initial Director

The name of the director, who shall act until the first annual meeting or until his successors are duly chosen and qualified, is:

Charles Lichtenstein

ARTICLE X
Duration of corporation

The duration of the Corporation shall be perpetual.

ARTICLE XI
Adoption of By-Laws

By-Laws of the Corporation may be adopted by the Board of Directors at any regular or special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

ARTICLE XII
Indemnification of directors

(1) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(2) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided however, that the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote, at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by

stockholders entitled to vote who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 20th day of AUGUST, 1996, and acknowledge same to be my act.

WITNESS




CHARLES LICHTENSTEIN

BAUSERSHVWWPDATA\COLLENNON.ART

**CERTIFICATE OF DESIGNATION OF
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 STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Community Concepts Foundation, Inc.

(must include suffix)

2. The name and address of the registered agent and office is:

Charles Lichtenstein

(NAME)

3303 Portofino Isle, Apt. K-1

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Coconut Creek, FL 33066

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Charles Lichtenstein

(SIGNATURE)

8/20/96

(DATE)

Charles Lichtenstein

N96000004457

September 1, 1997

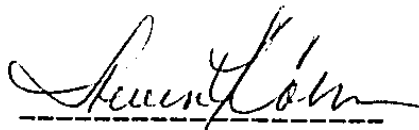
Florida Department of State
Division of Corporations
P.O. 6327
Tallahassee, Florida 32314

RE: Community Concepts Foundation, Inc.
c/o Steven F. Cohen
N96000004457

Please note the following information, effective immediately:

NEW ADDRESS: 10691 Santa Laguna Drive
Boca Raton, FL 33428

NEW TELEPHONE NO.: 561-947-6500



Steven F. Cohen, President