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THE AFRICAN AMERICAN DEVELOPMENT COUNCIL
723 SOUTH HOUSTON AVE.
(MAIL) POST OFFICE BOX 524
LIVE OAK, FLORIDA 32064-0524

AUGUST 3, 1998

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FL 32314

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TO WHOM IT MAY CONCERN:

WE HAD THIS APPLICATION FOR CORPORATION NOTARIZED ALMOST A YEAR AGO AND FINALLY DECIDED TO GO AHEAD WITH OUR PLANS TO SEEK INCORPORATION.

WOULD YOU PLEASE MAIL ALL CORRESPONDENCE CONCERNING THIS APPLICATION TO OUR POST OFFICE BOX.

THANK YOU VERY MUCH FOR YOUR COOPERATION IN OUR QUEST.

SINCERELY,

ALONZO PHILMORE, SECRETARY
AFRICAN AMERICAN DEVELOPMENT COUNCIL (AADC)

IF THERE ARE ANY QUESTIONS, PLEASE CALL ME AT WORK. (904) 758-0433 EXT. 113

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**ARTICLES OF INCORPORATION
OF
AFRICAN AMERICAN DEVELOPMENT COUNCIL, INC.**

THE UNDERSIGNED ACTING AS INCORPORATORS OF A CORPORATION
PURSUANT TO CHAPTER 617, FLORIDA STATUTES ADOPT THE FOLLOWING
ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

**ARTICLE I:
NAME OF CORPORATION**

AFRICAN AMERICAN DEVELOPMENT COUNCIL, INC.

**ARTICLE II:
ADDRESS OF PRINCIPAL OFFICE
723 SOUTH HOUSTON AVENUE, LIVE OAK, FLA. 32060**

**ARTICLE III:
SPECIFIC PURPOSE FOR WHICH THE CORPORATION WAS ORGANIZED**

(1) TO OPERATE EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, OR EDUCATIONAL PURPOSES AND ANY OTHER PURPOSE DESCRIBED IN SECTION 501-(C) (3) OF THE INTERNAL REVENUE CODE OF 1986. NO PART OF THE CORPORATIONS INCOME OR PRINCIPAL SHALL INURE TO THE BENEFIT OF NAY PRIVATE SHAREHOLDER OR INDIVIDUAL, AND NO SUBSTANTIAL PART OF THE ACTIVITIES OF WHICH IS CARRYING ON PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION OR PARTICIPATING IN OR INTERVENING IN (INCLUDING THE PUBLISHING AND DISTRIBUTING OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE.

(2) NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTED TO ANY MEMBER, DIRECTOR, TRUSTEE, OFFICER OF THE CORPORATION, OR ANY AFFILIATED ORGANIZATIONS, OR ANY PRIVATE INDIVIDUAL (EXCEPT THAT REASONABLE COMPENSATION MAY BE PAID FOR SERVICES RENDERED TO OR FOR THE CORPORATION IN CONNECTION WITH ONE OR MORE OF ITS PURPOSES) AND NO MEMBER TRUSTEE, OFFICER OF THE CORPORATION, OR ANY AFFILIATED ORGANIZATIONS OR ANY PRIVATE INDIVIDUAL SHALL BE ENTITLED TO SHARE IN THE DISTRIBUTION OF ANY OF THE CORPORATIONS ASSETS ON DISSOLUTION OF THE CORPORATION.

(3) NO PART OF THE ACTIVITIES OF THE CORPORATION SHALL INVOLVE CARRYING ON PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, NOR SHALL THE CORPORATION ENGAGE IN ANY ACTIVITIES THAT ARE UNLAWFUL UNDER APPLICABLE FEDERAL, STATE, OR LOCAL LAWS.

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ARTICLE IV:
MANNER OF ELECTING OR APPOINTING OFFICERS

MEMBERS OF THE BOARD OF DIRECTORS SHALL BE ELECTED AND HOLD OFFICE IN ACCORDANCE WITH THE BY-LAWS.

ARTICLE V:
LIMITATION OF POWERS OF THE CORPORATION

SUBJECT TO THE EXPRESS LIMITATION THAT THE CORPORATION SHALL NEITHER HAVE NOR EXERCISE ANY POWER, NOR SHALL IT ENGAGE DIRECTLY OR INDIRECTLY IN ANY ACTIVITY, THAT WOULD INVALIDATE ITS STATUS (A) AS A CORPORATION WHICH IS EXEMPT FROM FEDERAL INCOME TAXATION AS AN ORGANIZATION DESCRIBED IN SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE OF 1986, OR (B) AS A CORPORATION CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170 (C) (2) OF THE INTERNAL REVENUE CODE OF 1986, THE CORPORATION SHALL HAVE AND POSSESS ALL POWERS AND RIGHTS CONFERRED UPON CORPORATIONS BY THE FLORIDA NON PROFIT CORPORATION ACT AND ANY ENLARGEMENT OF SUCH POWERS CONFERRED BY SUBSEQUENT LEGISLATIVE ACTS; AND, IN ADDITION THERETO, THE CORPORATION SHALL HAVE AND EXERCISE ALL POWERS AND RIGHTS NOT OTHERWISE DENIED NONPROFIT CORPORATIONS BY THE LAWS OF THE STATE OF FLORIDA, AS ARE NECESSARY, SUITABLE, PROPER, CONVENIENT, OR EXPEDIENT TO THE ATTAINMENT OF THE PURPOSES SET FORTH IN ARTICLE II HEREIN.

ARTICLE VI:
**THE STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND
THE NAME OF IT'S INITIAL REGISTERED AGENT AT THIS OFFICE:**

STREET ADDRESS OF INITIAL REGISTERED OFFICE

723 SOUTH HOUSTON AVENUE - LIVE OAK, FLORIDA 32060

NAME OF INTIAL REGISTERED AGENT

CLIFTON RILEY

ARTICLE VII:
NAME AND ADDRESS OF EACH INCORPORATOR

ALONZO PHILMORE

**514 WEST LINCOLN AVENUE
LIVE OAK, FL 32060**

HARRY CAMPBELL

**12833 105TH DRIVE
LIVE OAK, FLORIDA 32060**

VALERIE PHILMORE

**514 WEST LINCOLN AVENUE
LIVE OAK, FL 32060**

SONJA RILEY

**723 SOUTH HOUSTON AVE.
LIVE OAK, FLORIDA 32060**

ABRAHAM ROBINSON

**859 SOUTHWEST 7TH STREET
LIVE OAK, FLORIDA 32060**

MURLIN WELLS

**7833 103RD DRIVE
LIVE OAK, FLORIDA 32060**

ALFREDA KENNEDY

**417 ROGERS STREET
LIVE OAK, FLORIDA**

TOMMY JEFFERSON

**425 SW LOUIS AVE.
LIVE OAK, FL 32060**

CHERYL JONES

**213 N. WALKER AVE.
LIVE OAK, FL 32060**

ARTICLE VII: PART 1

NAME AND STREET ADDRESS OF INDIVIDUALS WHO WILL SERVE AS DIRECTORS

ALONZO PHILMORE

**514 WEST LINCOLN AVENUE
LIVE OAK, FL 32060**

HARRY CAMPBELL

**12833 105TH DRIVE
LIVE OAK, FLORIDA 32060**

VALERIE PHILMORE

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**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:

AFRICAN AMERICAN DEVELOPMENT COUNCIL, INC.

(MUST INCLUDE SUFFIX)

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:


CLIFTON RILEY

723 SOUTH HOUSTON AVE

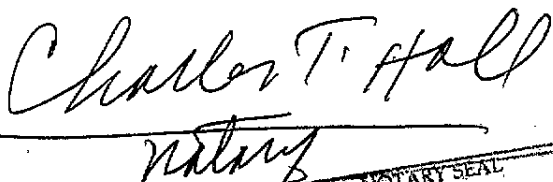
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


(SIGNATURE)

8-12-97
(DATE)


notary

