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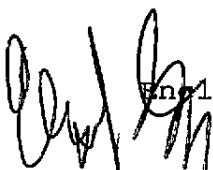
July 24, 2000

Please file these Articles of Incorporation for Paul A. Diggs Community Development Corporation a Florida Not for Profit Corporation and return a copy to me along with the Charter or Certificate of Status.

Please return the copy to me at:

Post Office Box 854
Lakeland, Florida 33802 0854.

Enclosed are the filing fees or a money order for \$79.00


ELIJAH JACKSON
On Behalf of
PAUL A. DIGGS CDC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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7/25

Filing requested by and
when filed mail to:

ELIJAH JACKSON
Post Office Box 854
Lakeland, Florida 33802 0854

FILED
00 JUL 24 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

PAUL A. DIGGS COMMUNITY DEVELOPMENT CORPORATION

The undersigned Incorporators, for the purpose of forming a Corporation under the Florida Business Corporation Act or pursuant to Section 617.1006, Florida Statutes hereby adopts the following Articles of Incorporation under the laws of the State of Florida.

ARTICLE 1. NAME

The name of this Corporation shall be Paul A. Diggs Community Development Corporation.

ARTICLE 2. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1404 Martin Luther King
Lakeland, Florida 33805; and or

Post Office Box 8023
Lakeland, Florida 33802 8023; and or

Post Office Box 381
Lakeland, Florida 33802 0381

ARTICLE 3. PURPOSES AND NATURE OF BUSINESS

Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code("IRC"), or the corresponding Section of any future federal tax code; and to

develop a Community Development Corporation("CDC") in conjunction with the Northwest Lakeland African American Concerned Citizens and Paul A. Diggs Neighborhood, Inc.; and to develop affordable housing, to promote and develop prosperous retail, wholesale and commercial development in the Northwest Community of Lakeland, Florida, along with the African American Chamber of Commerce of Lakeland, Florida; create business developmental loans through Banking and Finance for commercial

development through General Contractors in Commercial, Residential, Industrial, Light Industrial, Utility, Highway and Other ways utilizing certain Construction Managers, Professional Services, Suppliers including, but not limited to Minority Business Suppliers; and may from time to time acquire certain financing to extend credit to small African American Businesses through large micro loans in the manner provided by law by the issuance of certain negotiable instruments and guaranteed securities on said Florida Not For Profit Corporation; and to develop a Lakeland Police Department Review Board; and Other Business Purposes in Article 7 below.

ARTICLE 4. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ELIJAH JACKSON
1404 Martin Luther King
Lakeland, Florida 33815 4293; and or

Post Office Box 92895
Lakeland, Florida 33804 2895.

ARTICLE 5. INCORPORATORS

The names and street addresses of the Incorporators to these Articles of Incorporation are:

SONJI CONEY FORD GLOVER, PRESIDENT, 1404 Martin Luther King
Director Lakeland, Florida 33805; and or

Post Office Box 381
Lakeland, Florida 33802 0381; and or

Post Office Box 8023
Lakeland, Florida 33802 8023; and or

ELIJAH JACKSON, CORPORATE SECRETARY AND ADMINISTRATOR 1500
Director West Highland Street, #L-237
Lakeland, Florida 33815 4293; and or

Post Office Box 92895
Lakeland, Florida 33804 2895; and

DELSIA RENEE JACKSON, DIRECTOR,
1500 West Highland Street, #L-237
Lakeland, Florida 33815 4293; and or

Post Office Box 1205
Lakeland, Florida 33802 1205

ANTIONETTE ANDREWS, DIRECTOR

1420 North Florida Avenue, #209
Lakeland, Florida 33805; and or

THELMA TRUEDELL, DIRECTOR
1420 North Florida Avenue, Apt. 17
Lakeland, Florida 33805; and or

ELIAS JACKSON, TREASURER,
BANK OF AMERICA
COMMUNITY DEVELOPMENT BANKING
400 North Ashley Drive, 2nd Floor
Tampa, Florida 33602 4300
David A. Christian
James Cassady
Weymon Snuggs

ARTICLE 6. DURATION

This Corporation shall have perpetual duration and perpetual succession in its Corporate Name.

ARTICLE 7. OTHER BUSINESS PURPOSES

The Corporation Other Business Purposes:

A. Land and Management Advisory Board, Council and Committee; Investment Advisory and Management Unit;

B. To acquire and hold title to property, land, not as public or private property, but in Trusteeship, to hold in its stewardship for future generations by keeping said lands from the pressure of the marketplace;

C. To lease said lands on terms that are consistent with sound conservational and ecological principles; terms that reflect this Corporation's interest in the environment and in cooperative planning for associated lands;

D. To collect income from the leased properties; and

E. To conserve and maintain abundant organic resource of forest, park, and agricultural lands; to guard against excessive exploitation of income producing mineral resources and rapid depletion of such resources;

F. To acquire, own, equip, manage, maintain, and repair the Corporation properties that are or may become a part of the Corporation;

G. To enforce the Declaration of Covenants, Conditions, and Restrictions applicable to JBS Interstate Business Park Trust Declaration and Instrument of Trust recorded in Polk County, Florida Courthouse;

H. To establish and collect assessments from Owners and Users of property of the Corporation so that the Corporation may perform its duties and functions and operate, maintain, insure, and improve the Corporation property and other properties for which the Corporation has or assumes operation, maintenance, improvement responsibilities, and to enforce liens for assessments, by legal action, if necessary;

I. To purchase and maintain any real and personal property that may be necessary or useful in the conduct of the Corporation's business; and

J. Improving community self-esteem and self-pride, establishing a meeting place to effectively organize our community, disseminating information concerning job training skills, eliminating the digital divide particularly for young African Americans, mentoring and counseling youth of the community, developing and implementing entrepreneurship for African Americans while enhancing existing businesses, offering and seeking job opportunities that allow African Americans to become self-sufficient, establishing an African American Advisory Council to the City of Lakeland Councilmembers, implementing appropriate rehabilitative services to lower the recidivism rate, utilizing the Neighborhood facilities for community forums, offering affordable housing in the Northwest District including Paul A. Diggs neighborhood, Assisting African Americans in acquiring down payments for home ownership and providing leadership training, forums and conferences or seminars, utilizing Community Block Grant and Community Redevelopment Area("CRA") funds for Community Development projects to the maximum capacity within the Paul A. Diggs Neighborhood, preserving rich cultural history while highlighting significant contributions of current and past African Americans, and designation of the Northwest Community to be designated as an Enterprise Zone.

K. In furtherance of the foregoing, to enter into contracts and engage in any activity permitted a Florida Business Corporation, unless otherwise prohibited by these Articles or the By-Laws of the Corporation. The Corporation shall use all of its assets and earnings exclusively for the purposes set forth herein.

This Corporation is organized for Not for Profit, Charitable 501 (c)(3) tax exempt Corporation operating under the laws of the State of Florida and all of its assets or income of the Corporation shall be distributable to or insure to the benefit of its members, directors, officers, trustees, or private persons that the Corporation shall be empowered to pay reasonable compensation for services rendered.

The Corporation may reimburse its Directors, Officers and Members for actual expenses incurred for or in or on behalf of the Corporation and may compensate them in a reasonable amount for actual services rendered to the Corporation. The terms

used herein shall have the same meanings as used in the Declaration or JBS Interstate Business Park Trust Declaration and Instrument of Trust unless otherwise indicated.

ARTICLE 8. DIRECTORS

There shall be five to fifteen Directors elected according to the procedures outlined in the By-Laws of this Corporation.

ARTICLE 9. NET EARNINGS

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 the purposes set forth in Section or Article 3 hereof. Notwithstanding any other provision of these Articles or Sections, 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 or Article 501 (c)(3) of the Internal Revenue Code, or Section 170 (c)(2) of the Internal Revenue Code, or the corresponding Section or Article of any future federal tax code.

Notwithstanding any other provision of these Articles or Sections, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE 10. DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section or Article 501 (c)(3) of the Internal Revenue Code("IRC"), or corresponding Section or Article of any future federal tax code, or shall be distributed to the federal government, or to a State or Local Government, for Public purpose. Any such assets not so disposed of by a Court of competent jurisdiction of the Country 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 11 OFFICES

These modified Articles and By Laws were adopted on or about July 19, 2000 and resolution adopted July 20, 2000 and transcribe the proposed thoughts of the Board of Directors and Trustees that the principal Office of the Corporation in the State of Florida shall be located in Lakeland, County of Polk at:

1404 Martin Luther King
Lakeland, Florida 33805

The Corporation may have such other offices, either within or without the State of Florida, as the board of Directors and Trustees may designate or as the business of the Corporation may require from time to time.

ARTICLE 12 ANNUAL MEETING

The Annual Meeting of the Board of Directors and Trustees shall be held on the day in the month of July in each year, beginning with the year 2000, at the hour of 9:00 o'clock a.m., for the purposes of electing Directors and Trustees and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Florida, such meeting shall be held on the next succeeding business day.

ARTICLE 13 REMOVAL OF DIRECTOR OR TRUSTEES

Any Director or Trustee that is not in the futherance of said Corporation may be removed for just cause on a two thirds unanimous vote or more than 75% of the Directors and Trustees decision based and adopted by resolution.

ARTICLE 14 AMENDMENT


These Articles of Incorporation shall not be repealed, amended, or altered in any particular way, without the unanimous consent of the Directors or Trustees and the or a two-thirds majority vote of the membership of the Corporation.

The undersigned Incorporators have executed these Articles of Incorporation this 21st Day of July, 2000.


ELIJAH JACKSON


DELSIA RENEE JACKSON


SONJI CONEY FORD GLOVER


ANTIONETTE ANDREWS

Thelma Truedell
THELMA TRUEDELL

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND
REGISTERED OFFICE**

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.

Pursuant to the provisions of Section 617.0501, Florida Statutes, and Section 617.1006 Articles of Amendments the undersigned Corporation, organized under the laws of the State of Florida, submits the following Statement in Designating the Registered Agent and Registered Office in the State of Florida.

1. The name of the Corporation is: Paul A. Diggs Community Development Corporation.

2. The name and address of the Registered Agent and Office is:

ELIJAH JACKSON
1500 West Highland Street, #L-237
Lakeland, Florida 33815 4293; and or

638 West 8th Street
Lakeland, Florida 33805 4375

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.

DATED this 21th Day of July, 2000


ELIJAH JACKSON

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TALLAHASSEE, FLORIDA