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Clifford L. Davis

Requester's Name

POB 1057

Address

Monticello FL 32345

City/State/Zip

Phone # 850/997-0113

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Friends Housing Coalition, Inc.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

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4. (Corporation Name) (Document #)

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Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

Examiner's Initials

Handwritten signature/initials

ARTICLES OF INCORPORATION

OF

FRIENDS HOUSING COALITION, INC.
a Florida Not-For-Profit Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation desiring to form a not-for-profit corporation under the provisions of Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be FRIENDS HOUSING COALITION, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be: Route 1, Box 10-B, Monticello, Florida 32344.

ARTICLE III - TERM OF EXISTENCE

The period of the duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon filing of the Articles of Incorporation by the Department of State for the State of Florida.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt to organizations described in Section 501(c)(3) and 170(c)(2) of the Code or corresponding sections of

any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusive public purpose.

ARTICLE IV - PURPOSE

The purposes for which the corporation is organized areas follows:

1. To function as a non-profit charitable organization for the primary benefit of Florida residents who have one or more developmental disabilities. The goal of the corporation is to promote, encourage and provide safe, decent and sanitary housing that is available and affordable to persons who have one or more developmental disabilities and who are defined as very low, low or moderate income.

2. To acquire, build, sell, develop and manage rental housing units to be occupied by persons with one or more developmental disabilities, or to acquire, develop and sell housing units to be available to and affordable by persons with one or more developmental disabilities.

3. To operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

4. To conduct programs, meetings, events and activities; raise funds; request and receive grants, gifts and bequests of money and property; acquire, receive, hold, invest, and administer, in its own name, securities, funds, objects of value or other property,

real or personal; and make expenditures to or for the direct or indirect benefit of the corporation's purposes.

5. To receive and hold by gift, bequest or purchase of any real or personal property and to manage, invest and reinvest the same and to use and dispose of the same for scientific, educational or charitable purposes, all for the advancement of the corporation's purposes and objectives and the encouragement and continuation of their established goals and objectives; to hold, either absolutely or in trust of any said purposes, funds and property of all kinds subject only to any limitations or conditions imposed by law or the instrument under which said property is received; to sell, lease, convey or otherwise dispose of such property and to invest and reinvest the same or any proceeds thereof and to deal with and expand the principal and income for any of said purposes; to act as trustee; and, in general, to exercise any, all and every power, including trust powers, which a corporation not for profit organized under the laws of the State of Florida for the foregoing purposes can be authorized to exercise.

6. To increase public awareness of the needs of people with developmental disabilities through programs, social functions, activities, projects and events.

7. No part of the net earnings of the corporation shall inure to 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 herein. 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 any candidates for public office.

8. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Revenue Law). This corporation shall utilize all donations, contributions, gifts, and bequests for the purposes which promote, advance and encourage the spirit of the purposes as set forth in Article III.

ARTICLE V - POWERS

The powers of the corporation shall include and be governed by the following:

To carry on any business whatsoever which the corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated, directly or indirectly, to promote the interests of this corporation or to enhance the value of its property, to conduct its business in this State, and to hold,

purchase, mortgage and convey real and personal property, either in or out of the State of Florida, and to have and to exercise all the powers conferred by the State of Florida upon corporations not for profit formed under the Act pursuant to and under which this corporation is formed.

ARTICLE VI - MEMBERSHIP

The qualifications for members and the manner of their admission are that any persons including individuals, families, and corporations with an interest in the purposes of the corporation shall become a member in a manner as provided in the By-Laws.

The members shall have no right, title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of the corporation. Members shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments. Each member shall have one vote at any meeting at which a vote of the members is taken.

ARTICLE VII - DIRECTORS

The business affairs of this corporation shall be managed by a Board of Directors of no less than three (3) persons and no more than twenty-five (25) persons. The number of Directors and the term of office and manner of election shall be provided by

the By-Laws.

ARTICLE VIII - INCORPORATORS

The names and addresses of each incorporator are:

William J. Bulloch Jr., Rt. 1, Box 10-B, Monticello, FL 32344

Susan P. Bulloch, 1810 Fairlane Rd., Tallahassee, FL 32303

Jennings Bryan Cooksey Jr., 11908 Mandarin Rd., Jacksonville, FL 32223

Joshua Chase, P. O. Box 1326, Gainesville, FL 32602

ARTICLE IX - OFFICERS

Section 1: The officers of the corporation shall be a President, Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws. The duties of each officer shall be set forth in the By-Laws.

Section 2: The names of the persons who are to serve as officers of the corporation for the ensuing year, or until the first annual meeting of the corporation, are:

William J. Bulloch Jr. - President

Susan S. Bulloch - Secretary & Treasurer

ARTICLE X - BY-LAWS

Section 1: The Board of Directors of this corporation may provide such By-Laws

for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2: Upon proper notice, the By-Laws may be amended, altered or rescinded by a two-thirds (2/3) 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

Section 1: These Articles of Incorporation may be amended at a special meeting of the directors called for that purpose, by a majority vote of those present.

Section 2: Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of Intention to submit such amendments, by a majority of those present.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 24 day of August, 2000.



CYNTHIA D. RICE
NOTARY PUBLIC, STATE OF FLORIDA
my commission expires Jan. 21, 2002
Commission No. CC709873

Cynthia D. Rice
know to me
appeared before me
Aug. 24, 2000.

William J. Bulloch Jr.
WILLIAM J. BULLOCH JR.

Susan P. Bulloch
SUSAN P. BULLOCH

appeared before me, Jennings Bryan Cooksey, Jr.,
on this 29 day of August, 2000,
personally known to me.

Virginia L. Meeker
NOTARY



Jennings Bryan Cooksey Jr.
JENNINGS BRYAN COOKSEY JR.

appeared before me, Joshua Chase,
on this 1st day of
September 2000, who is
personally known to me.



SHELLY L. SALYER
My Comm Exp. 9/28/2001
Bonded By State Ins
No. CC675963
 Personal License Other I.D.

Joshua Chase
JOSHUA CHASE
Shelly L. Salyer

STATE OF FLORIDA,
COUNTY OF _____

THE FOREGOING instrument was acknowledged and sworn to before me this
_____ day of August, 2000, by WILLIAM J. BULLOCH JR., SUSAN
P.BULLOCH, JENNINGS BRYAN COOKSEY JR. and JOSHUA CHASE of Friends
Housing Coalition, Inc.

NOTARY PUBLIC
State of Florida at Large
My commission expires:

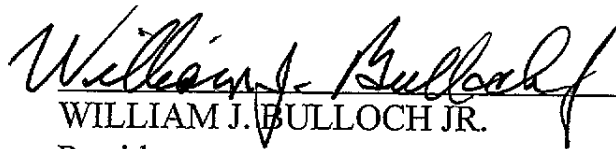
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: FRIENDS HOUSING COALITION, INC.
2. The name and address of the registered agent and office is:

CLIFFORD L. DAVIS, LAWYER
310 North Jefferson Street
Monticello, Florida 32344

DATED on this 24th day of August, 2000.


WILLIAM J. BULLOCH JR.
President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes, on this 6th day of September, 2000.


CLIFFORD L. DAVIS, ESQ.
Registered Agent

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TALLAHASSEE, FLORIDA