

(904) 348-0910



1650 Art Museum Dr., Suite 11
Jacksonville, Florida 32207

SUN COAST FINANCE CONSULTANTS

NO 10000000088

December 22, 2000

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*****122.50 *****78.75

Secretary of State of Florida
Division Of Corporation
The Capitol
Tallahassee, Florida 32301

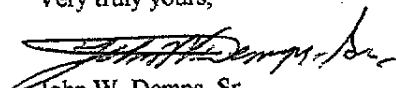
Re: Mount Sinai Community Development Enterprises, Inc.

Dear Sir/Ms.:

Enclosed, please find two copies for filing Articles of incorporation on the above referenced and a check for \$122.50 to cover the charges for filing, inclusive of the charges for certifying the receipt of the document. In addition, I am enclosing a UPS shipping package for the return certified copy of the Articles.

If you have any questions or concerns, please do not hesitate to contact me immediately at (904) 348-0910.
Thank you for your anticipated courtesy and cooperation.

Very truly yours,


John W. Demps, Sr.
Vice President

FILED
00 DEC 27 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
MOUNT SINAI COMMUNITY DEVELOPMENT ENTERPRISES, INC.
(A CORPORATION NOT FOR PROFIT)

00 DEC 27 AM 10:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the Undersigned, hereby associate ourselves together to the purpose of becoming incorporated under Chapter 617, Florida Statutes, applicable to corporations not for profit and respectfully petition the Secretary of State for approval of such incorporation under the proposed Articles of Incorporation:

ARTICLE I

NAME AND PLACE OF BUSINESS

The name of this corporation shall be the MOUNT SINAI COMMUNITY DEVELOPMENT ENTERPRISES, INC. and it shall conduct its operations and its places of business principally within the United States, and incidentally outside the territory of the United States as determined by the By-Laws excepts as restricted herein.

The principle office of the Corporation is to be located at 2036 Silver Street in the City of Jacksonville, County of Duval, State of Florida 32209.

ARTICLE II

PURPOSES

The purposes for which this corporation is formed are:

(a) To organize a corporation not for profit and to associate together persons, association, and corporation in order to operate exclusively for all objectives herein described, permitted and limited in Section 501(c) and (d) and 401(a) of the 1954 Internal Revenue Code, as amended. For purposes and as set forth in these Articles of Incorporation, references to the controlling provisions of the Code shall be deemed to include Statutes which succeed such provisions and all appropriate rulings of the Internal Service pursuant thereto;

(b) To foster affordable housing, both owner occupied and rental property, including owning, managing, leasing, selling and mortgaging residential real property;

(c) To lessen neighborhood tensions, eliminate prejudice and discrimination and combat community deterioration by expanding the opportunities available to members of underprivileged groups to own, manage and operate business enterprises; furthering the development of locally owned or operated business enterprises in economically underprivileged or depressed areas; voluntarily assisting members of underprivileged groups in developing entrepreneurial and management skills necessary for the successful operation of business enterprises.

(d) Voluntarily assisting member of underprivileged groups in obtaining adequate financial support for the successful operation of business enterprises;

(e) Either directly or indirectly, and either alone or in conjunction of in cooperation with others, whether such others be persons or organizations of any kind or nature, foundations, or governmental bureaus, departments or agencies, to do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment fostering or attainment of the foregoing purpose, including among other things:

i) To provide advice, support, credit, funds, capital, gifts and all other lawful forms of assistance, financial and otherwise, to or for use in business enterprises owned and operated, or to be owned or operated, by members of underprivileged groups.

ii) To voluntarily furnish management, administrative and other advice, support, training and assistance to members of underprivileged groups in order to enable them to develop necessary skills to successfully operate business ventures;

iii) To encourage and voluntarily assist members of underprivileged groups to organize, create, acquire, obtain financing for, own, manage and operate business enterprises;

iv) To obtain information and conduct research, studies and analyses, and prepare and publish reports, as to any and all matters that may be of use in furthering the expansion of business enterprises owned or operated by members of underprivileged groups, including information, research, studies, analyses and reports as to markets, products, services, skills, sources of financing and any and all other matters;

v) To conduct educational and other efforts to eliminate any prejudice and discrimination in the business and financial community and to foster the establishment of sound and constructive relationships between the business and financial community and members of under privileged groups seeking opportunities in business, affordable housing; and

vi) To voluntarily aid, support and assist by gifts, contributions, loans, investments and other lawful forms of assistance other persons or organization seeking to expand the opportunities for business ownership by members of underprivileged groups in organizing, creating, acquiring, obtaining financing for, owning, managing and operating business enterprises.

(e) In furtherance, but not in limitation, of the foregoing purposes, the Corporation shall have power and authority:

(i) To receive and administer funds and contributions received by gift, deed, bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expend, contribute, use, sell, or otherwise dispose of any real property.

ARTICLE III

POWERS

SECTION 1.

The Corporation is to have any and all powers to do any and all things necessary or expedite to carry out the purposes and objects of this corporation and as may be determined by the Board of Directors and subject to the Bylaw and possess all rights, privileges and immunities and to enjoy benefits granted corporations under the laws of the State of Florida provided that only such powers as are in furtherance of tax exempt purposes of the Articles of Incorporation herein are contemplated.

SECTION 2.

Reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes provided that, obligating those persons, associations, and incorporations, as described in Section 503 of the Code.

SECTION 3.

Notwithstanding any of the provisions of these Articles of Incorporation, the corporation shall not have the power to exercise any part, nor shall it directly or indirectly, engage in any activity that would prevent it from obtaining exemption from taxation or to lose exempt status as a corporation described, permitted and limited under Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE IV

TERM OF EXISTENCE

This corporation not for profit shall have perpetual existence.

ARTICLE V

MEMBERSHIP

Membership of this corporation shall consist of those persons, associations, and corporations, pursuant to and as provided in the Bylaws. The names, addresses and residences of the persons who are to serve as members until otherwise provided for in the Bylaws are set forth in Article VII of these Articles of Incorporation.

ARTICLE VI BOARD OF DIRECTOR

Section 1.

This corporation shall be governed by a board of directors. The Bylaws may be provided another name for the Board of Directors, and shall otherwise provide for the extent and limit of their powers, duties, and privileges, and further, shall provide for the manner of appointment, qualifications, or election and other matters relating thereto, subject to restrictions herein, including:

(a) The number of directors may be provided for in the By-Laws but shall at all times be not less than three (3)

(b) Directors may only recommend, with the membership to determine, reasonable compensation for services rendered pursuant to these Articles and as set forth in the By-Laws

Section 2.

Each association or corporation which is a member shall elect one of its members or representatives as provided for in the By-Laws to serve on the Board of Directors. The names and addresses of those Directors who are to serve until the first annual meeting or as otherwise provided for in the By-Laws are as follows:

Ester Dupree
6504 Haslett Drive N.
Jacksonville, Florida 32277

Donald Justice
1824 N. Laura Street
Jacksonville, Florida 32206

Kenneth L. McClain, II
1427 Shearwater Drive
Jacksonville, Florida 32218

Linda Platte
1783 Daytona Lane
Jacksonville, Florida 32218

Willie Sanders
12760 Michaels Landing Cir.
Jacksonville, Florida 32224

Thelma Shootes
2311 W. 23rd Street
Jacksonville, Florida 32209

Thomas Hendrix
4266 McDaniel Dr.
Jacksonville, Florida 32209

Walter Kimbrough
11556 Coral Ridge Ave.
Jacksonville, Florida 32218

Robert Gordon
1604 Gordon St.
Jacksonville, Florida 32209

ARTICLE VII

OFFICERS

The officers of this corporation shall consist of those persons with titles and positions as provided for in the Bylaws, and further, the Bylaws shall provide for the extent and limit of the powers, duties and responsibilities, their manner of qualification, election, manner of appointment,

and other matters relating thereto.

The names and places of residence of the persons who shall serve as officers until the first annual meeting or as otherwise provided for in the Bylaws are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
Chairman	Willie Sanders	12760 Michaels Landing Cir. Jacksonville, Florida 32224
Vice Chairman	Donald Justice	1824 N. Laura Street Jacksonville, Florida 32206
Secretary	Linda Platte'	1783 Daytona Lane Jacksonville, Florida 32218
Treasurer	Kenneth L. McClain, II	1427 Shearwater Drive Jacksonville, Florida 32218
Parliamentarian	Robert Gordon	1604 Gordon St. Jacksonville, Florida

ARTICLE VIII

AMENDMENTS

Amendments to the Articles of Incorporation or to the Bylaws may be proposed by any director at any regular or special meeting of the Board of Directors. Amendments so proposed shall be submitted to the Board of Directors at the next regular meeting of the Board of Directors or at any meeting properly called and notice given, as provided by the Bylaws. Amendments shall be made or altered by two thirds of the directors present at such meeting. Amendments to the Articles of Incorporation shall be forwarded to the Secretary of State and approved by him/her before the same shall become effective.

ARTICLE IX

SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Willie Sanders	12760 Michaels Landing Cir. Jacksonville, Florida 32224
Linda Platte'	1783 Daytona Lane Jacksonville, Florida 32218

Donald Justice

1824 N. Laura Street
Jacksonville, Florida 32206

IN WITNESS WHEREOF, WE, the undersigned subscribing incorporators have hereunto set our hands and seal this 20th day of December A.D., 2000 for the purpose of forming this corporation not for profit under the laws of the State of Florida, and we do hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

NAME

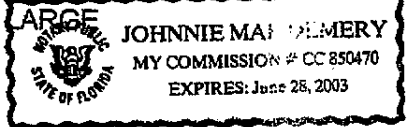
ADDRESS

Linda G. Platte
Linda Platte'

1783 Daytona Lane
Jacksonville, Florida 32218

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, personally appeared Linda Platte', to me well known to be the individual (s) described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purpose herein expressed. WITNESS MY HAND AND OFFICIAL SEAL this 20th day of December, 2000.

Johnnie Mae Demery
NOTARY PUBLIC STATE OF FLORIDA
AT LARGE


STATE OF FLORIDA

DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND ADDRESSES OF THE OFFICERS AND TRUSTEE.

In pursuant of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

MOUNT SINAI Community Development ENTERPRISES, INC. duly organized and existing under the laws of the State of Florida, with its principle office at City of Jacksonville, County of Duval, State of Florida, has named Willie Sanders, located at 12760 Michaels Landing Cir., City of Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Willie Sanders
(Registered Resident Agent)

FILED
00 DEC 27 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA