

NO1000002398

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ATTORNEYS AT LAW
PROFESSIONAL ASSOCIATION

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Civil Trial Practice
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Personal Injury
Wrongful Death
Products Liability
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March 30, 2001

*Board Certified Civil Trial Lawyer

Secretary of State
ATTN: Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: The Freedom Center of Lakeland, Inc.

Dear Sir or Madam:

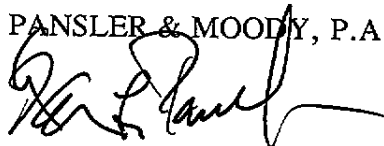
Enclosed is the original and one copy of the Articles of Incorporation regarding the above-referenced corporation. This is a non-profit corporation. Also enclosed is our check in the amount of \$78.75 to cover the cost of filing and a certified copy of the filed Articles, along with a self-addressed, stamped envelope.

Thank you for your attention to this matter.

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*****78.75 *****78.75

Sincerely,

PANSLER & MOODY, P.A.



Karl F. Pansler

KFP/ch
Enclosures

Christie GAVE
AUTHORIZATION BY PHONE TO
CORRECT last pg - BA address
DATE 4/5/01
DOC. EXAM. OK

FILED
01 APR -2 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

01 APR -2 AM 9:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

THE FREEDOM CENTER OF LAKE LAND, INC.

WE, the undersigned, do hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the legislature of the State of Florida.

ARTICLE I
NAME

The name of this corporation shall be THE FREEDOM CENTER OF LAKE LAND, INC., and its principal place of business shall be in the City of Lakeland, County of Polk, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

ARTICLE II
DURATION

The term of existence of the corporation is perpetual unless dissolved in a manner provided by law; and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III
PURPOSE

The Freedom Center Of Lakeland, Inc.

The Freedom Center of Lakeland, Inc. is a Christian community center that serves to positively impact the lives of "at-risk" children, youth, and families within Lakeland's inner city, through programs and partnerships that develop the mind, body, and spirit. The Freedom Center of Lakeland, Inc. will strategically network with community agencies and faith-based organizations to sponsor daily programs including after-school recreation, reading and tutoring, mentoring and counseling, health and substance awareness, parenting classes, referral services, and other life-building activities.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the corporation to carry on any business, exercise any power, or do any act which a corporation may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE IV
CORPORATE POWERS

All corporate powers shall not be limited.

ARTICLE V
DIRECTORS

The number of Directors of the corporation shall be not less than seven (7) nor more than twenty-one (21), and shall be elected according to the provisions in the by-laws.

ARTICLE VI
INITIAL DIRECTORS

The names and addresses of each of the Directors, subject to the By-Laws, who shall hold office until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Emory Anderson	1036 S. Florida Avenue, Lakeland, Florida 33803
Sam Baca	3527 Ashling Drive, Lakeland, Florida 33803
Sandy Bauer	Post Office Box 1009, Lakeland, Florida 33802
M. Wayne Blackburn	Post Office Box 90489, Lakeland, Florida 33804-0489
Lee Brunson	Post Office Box 407, Lakeland, Florida 33802-0407
Joyce Bushey	5638 Bloomfield Boulevard, Lakeland, Florida 33810
David Christian	400 N. Ashley Dr., 2nd Floor, M/CFL1-010-02-07, Tampa, Florida 33602
Larry G. Dobbs	Post Office Box 2748, Lakeland, Florida 33806-2748
Peter Frantzis	402 South Kentucky Avenue, Lakeland, Florida 33801
Randy Hollen	Post Office Box 32036, Lakeland, Florida 33802-2036
Charles Hunt	5830 Scott Lake Hills Lane, Lakeland, Florida 33813
Dan A. McBride	Post Office Box 90489, Lakeland, Florida 33804-0489
John McVay	1925 Bartow Road, Lakeland, Florida 33801
Karl F. Pansler	575 North Broadway, Bartow, Florida 33830-3919
Joe P. Ruthven	Post Office Box 2420, Lakeland, Florida 33806-2420
Jimmy Thompson	2122 Martin Luther King Jr. Ave., Lakeland, Florida 33805
Howard Wiggs	4404 S. Florida Ave., Suite 2, Lakeland, Florida 33813
Clint Wright	510 Hartsell Avenue, Lakeland, Florida 33815
Myrtice Young	114 North Tennessee Ave., Lakeland, Florida 33801

ARTICLE VII
INDEMNIFICATION

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding or settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his/her being or having been a director or officer at the time such expenses are incurred, except when the directors or officers are adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

ARTICLE VIII
PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be located in the City of Lakeland, County of Polk, State of Florida, and the mailing address of said principal office of the corporation shall be Post Office Box 93522, Lakeland, Florida 33804-3522.

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 1400 Grasslands Boulevard #84, Lakeland, Florida 33803 and the name of the initial registered agent at that office is Dan A. McBride.

ARTICLE X
INCORPORATORS

The names and post office addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Joe P. Ruthven	Post Office Box 2420, Lakeland, Florida 33806-2420
Dan A. McBride	Post Office Box 90489, Lakeland, Florida 33804-0489
Karl F. Pansler	575 North Broadway, Bartow, Florida 33830-3919

ARTICLE XI
OFFICERS

The officers of the corporation shall be elected at the organizational meeting of the incorporators and directors.

WE, the undersigned, being the original subscribers and incorporators of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation of THE FREEDOM CENTER OF LAKE LAND, INC.

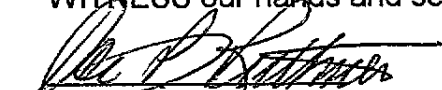
ARTICLE XII
CONDUCT OF CORPORATE AFFAIRS

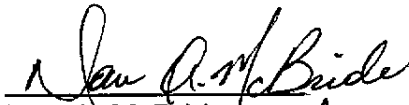
The corporation shall qualify for and become a corporation qualifying as a 501(c)(3) corporation and all activities and conduct of the corporation shall be consistent therewith.

- A. The organization 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 or corresponding sanction of any future federal tax code.
- B. Notwithstanding any of the provision herein, the purposes of this organization are limited to such purposes as are permitted under Section 501 (c)(3) of the Internal Revenue Code.
- C. 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 above. 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 candidate for public office.
- D. Upon dissolution, remaining assets of the organization shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

WE, the undersigned, being the original subscribers and incorporators of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation of THE FREEDOM CENTER OF LAKELAND, INC.

WITNESS our hands and seals this 14 day of February, 2001.


Joe P. Ruthven

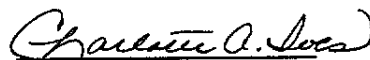

Dan A. McBride

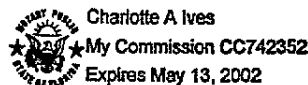

Karl F. Pansler

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this 14 day of February, 2001, before me personally came Joe P. Ruthven, who produced driver license as identification, Dan A. McBride, who produced driver license as identification, and Karl F. Pansler, who produced driver license as identification, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Lakeland, Florida, the day and year last above written.


NOTARY PUBLIC



STATEMENT OF PURPOSE

The Freedom Center

The Freedom Center is a Christian community center that serves to positively impact the lives of “at-risk” children, youth, and families within Lakeland’s inner city, through programs and partnerships that develop the mind, body, and spirit. The Freedom Center will strategically network with community agencies and faith-based organizations to sponsor daily programs including after-school recreation, reading and tutoring, mentoring and counseling, health and substance awareness, parenting classes, referral services, and other life-building activities.

FILED

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

01 APR -2 AM 9:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First -- That THE FREEDOM CENTER OF LAKE LAND, INC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Lakeland, County of Polk, State of Florida has named Dan A. McBride located at 1400 Grasslands Blvd #84, Lakeland, Florida 33803 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.



Dan A. McBride, Resident Agent