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FLORIDA NON-PROFIT CORPORATION

THE NEHEMIAH PROJECT COMMUNITY DEVELOPMENT CORPORATI

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ARTICLES OF INCORPORATION

OF

THE NEHEMIAH PROJECT COMMUNITY DEVELOPMENT CORPORATION

The undersigned, pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be THE NEHEMIAH PROJECT COMMUNITY DEVELOPMENT CORPORATION.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business shall be 22287 Cortez Boulevard, Brooksville, FL 34604, and the mailing address of the corporation shall be 22287 Cortez Boulevard, Brooksville, FL 34604.

ARTICLE III - PURPOSES

The general purposes for which the Corporation is organized are the following:

A. To assist teenagers, families and parents by establishing a basis for counseling and guidance and by assisting youth and adults in learning to read; to expand literacy through education and religion; to encourage reading to children as a parental responsibility; to provide parenting information and resources; and to provide low cost housing, all within the purview

Prepared by:
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Florida Bar Number 768286
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of Section 501(c)(3) of the Internal Revenue Code and the Regulations thereof.

B. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish the purpose.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws but shall never be less than three. The Directors shall be elected or appointed in accordance with the bylaws. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
John Roy	460 Hale Avenue, Apt. #24, Brooksville, FL 34601
Caleb Lane	5238 Matador, Apt. 7, Tampa, FL 33617
Willie R. Adkins	11389 Deep Creek Drive, Spring Hill, FL 34609

ARTICLE V - MEMBERS

The authorized number and qualification of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues or assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE VI - DISTRIBUTION OF GAINS

This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall inure to the benefit of any member or any other individual.

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ARTICLE VII - DISSOLUTION

In the event of the dissolution and winding up of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

(1) A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes, or

(2) A corporation, trust, or community chest, fund or foundation:

(a) Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States.

(b) Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals;

(c) No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

(d) No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund or foundation organized and operated exclusively

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for charitable, religious, scientific or educational purposes which is tax-exempt, non-profit corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may be directed by decree of the circuit court in the county in which the dissolved corporation had its principal office, upon petition therefore by the Attorney General, or any person concerned in the liquidation.

ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent of this corporation is Willie R. Adkins and his address is 11389 Deep Creek Drive, Spring Hill, FL 34609.

ARTICLE IX - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of State.

IN WITNESS WHEREOF, the persons who are to act in the capacity as first directors of this corporation have hereunto set their hands this 26th day of April, 2001.

John Roy

Caleb Lane

Willie R. Adkins

STATE OF FLORIDA
COUNTY OF HERNANDO

THE foregoing Articles of Incorporation were signed and acknowledged before me by John Roy who is personally known to me or who produced

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New Jersey ID as identification on this 26th day of April, 2001.

KIMBERLY A. GRANT
Notary Public - State of Florida
My Commission Expires May 21, 2002
Commission # CC744562

Kimberly A. Grant
Notary Public
(Stamp, type, or print name and date commission expires along with commission number below or to the left)

STATE OF FLORIDA
COUNTY OF HERNANDO

THE foregoing Articles of Incorporation were signed and acknowledged before me by Caleb Lane who is personally known to me or who produced Fl. Dr. Lic. as identification on this 26 day of April, 2001.

KIMBERLY A. GRANT
Notary Public - State of Florida
My Commission Expires May 21, 2002
Commission # CC744562

Kimberly A. Grant
Notary Public
(Stamp, type, or print name and date commission expires along with commission number below or to the left)

STATE OF FLORIDA
COUNTY OF HERNANDO

THE foregoing Articles of Incorporation were signed and acknowledged before me by Willie R. Adkins who is personally known to me or who produced Fl. Dr. Lic. as identification on this 26th day of April, 2001.

KIMBERLY A. GRANT
Notary Public - State of Florida
My Commission Expires May 21, 2002
Commission # CC744562

Kimberly A. Grant
Notary Public
(Stamp, type, or print name and date commission expires along with commission number below or to the left)

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 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 THE NEHEMIAH PROJECT COMMUNITY DEVELOPMENT CORPORATION.

2. The name and address of the registered agent and office is:

Willie R. Adkins 11389 Deep Creek Drive, Spring Hill, FL 34609

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.

Willie R. Adkins

4-26-01
Date

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