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Board Certified Creditor's Rights - CLLA

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May 31, 2001

Secretary of State, State of Florida
Corporation Division
409 E. Gains Street
Tallahassee, FL 32399


Re: Community Empowerment Services, Inc.
a not for profit corporation

To Whom It May Concern:

Please find enclosed Articles of Incorporation for Community Empowerment Services, Inc., a not for profit corporation. Also enclosed is our firm's 78.75 check payable to the State. This check represents the State's fee to file the Articles.

If there are any questions or comments, please feel free to call me. Thank you.

Sincerely,


Denise M. Fay, Legal Assistant to
Thomas M. Dryden

:dmf
Encls.

F. CHESLER JUN 1 1 2001

FILED
01 JUN -5 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

COMMUNITY EMPOWERMENT SERVICES, INC.,

A Not for Profit Corporation

FILED
01 JUN -5 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a not for profit corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation shall be **COMMUNITY EMPOWERMENT SERVICES, INC., a not for profit corporation.** The principal place of business of this corporation shall be 4812 Esplanade Street, Bonita Springs, Florida 34134.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in the business of services for the needy as permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. DIRECTORS

This non-profit corporation shall have five (5) directors initially. The number of directors may be changed from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and addresses of the initial directors of the corporation are:

Karen L. Rummer - 4812 Esplanade St. Bonita Springs, FL 34134
Glenn R. Cribbett - 18553 Quince Rd., Ft. Myers, FL 33912
Jessica R. Cribbett - 18553 Quince Rd., Ft. Myers, FL 33912
Jocelyn F. McCleary - 4812 Esplanade St. Bonita Springs, FL
34134
Mark D. McCleary - 4812 Esplanade St. Bonita Springs, FL
34134

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 4812 Esplanade Street, Bonita Springs, Florida, 34134, and the name of the initial registered agent of the corporation at that address is **JOCELYN F. McCLEARY.**

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: **MARK D. McCLEARY, 4812 Esplanade Street, Bonita Springs, Florida 34134.**

ARTICLE VIII. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former officers and directors, to the fullest extent permitted by law.

The undersigned incorporator has signed these Articles of Incorporation on this 29th day of May, 2001.

Mark D. McCleary
MARK D. McCLEARY, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

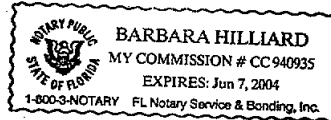
Before me personally appeared **MARK D. McCLEARY** to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that said instrument was signed for the purposes therein expressed.

Witness my hand and official seal this 29th day of May, 2001.

Barbara Hilliard

Notary Public

My commission expires: June 7, 2004



[SEAL]

FILED
01 JUN - 5 AM 10:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned registered agent has signed these Articles of Incorporation on this 29th day of May, 2001.

Joelyn F. McCleary
JOCELYN F. McCLEARY,
Registered Agent, who is
familiar with and accepts the
obligations of a registered
agent under Florida law

STATE OF FLORIDA
COUNTY OF LEE

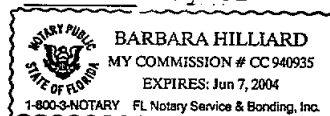
Before me personally appeared **JOCELYN F. McCLEARY** to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that said instrument was signed for the purposes therein expressed.

Witness my hand and official seal this 29th day of May, 2001.

Barbara Hilliard

Notary Public

My commission expires: June 7, 2004



[SEAL]