

No 100000452C

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John T. Murphy
John C. Murphy
Kurt C. Weiss

June 21, 2001

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-06/25/01--01097--019
*****70.00 *****70.00

RE: Greater Melbourne Interfaith Hospitality Network, Inc.

Dear Friends:

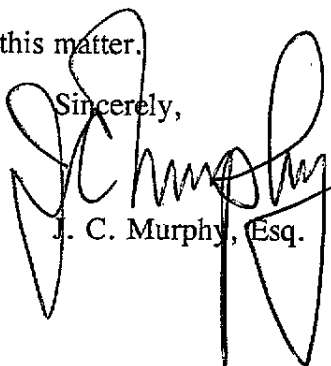
Enclosed are the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$70.00, representing payment of the following:

Filing fee	35.00
Registered agent fee	<u>35.00</u>
	\$70.00

Please file the enclosed Articles of Incorporation and return the copy to undersigned.

Thank you for your attention to this matter.

Sincerely,



J. C. Murphy, Esq.

JCM:cf
Enclosures

FILED
01 JUN 25 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/6/27

ARTICLES OF INCORPORATION
OF
GREATER MELBOURNE INTERFAITH HOSPITALITY NETWORK, INC.
A FLORIDA NONPROFIT CORPORATION

ARTICLE I
CORPORATE NAME

The name of this corporation is Greater Melbourne Interfaith Hospitality Network, Inc.

ARTICLE II
CORPORATE NATURE

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III
DURATION

The term of the existence of the corporation is perpetual.

ARTICLE IV
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. To alleviate homelessness and other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent Federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees, consisting of not less than four (4) persons. The number of Trustees of the corporation shall be five (5), provided however, that such number may be changed by a By-Law duly adopted.

The names and addresses of the initial members of the Board of Trustees are as follows:

<u>Name</u>	<u>Address</u>
J. Bartow Willingham	4845 N. Harbor City Blvd., Melbourne, FL 32935
James Carrigan	307 E. Emerald Place, Indian Harbor Beach, FL 32937
Anne Reid-Kendall	1050 Oak Tree Place, Malabar, FL 32950
Ryan Bliss	4849 Erin Lane, Melbourne, FL 32940
David Ashwell	293 Albacore Place, Melbourne Beach, FL 32951

ARTICLE VI
EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, nor 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 in Article IV hereof.

B. 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.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended.

D. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code as amended, as the Board of Trustees shall determine. Any such assets not so disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE IX

SUBSCRIBER

The name and residential address of the Subscriber of this corporation is as follows:

Name

Address

J. Bartow Willingham

4845 N. Harbor City Blvd., Melbourne, FL 32935

ARTICLE X

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the By-Law.

ARTICLE XI

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any trustee, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII

PRINCIPAL OFFICE AND REGISTERED AGENT

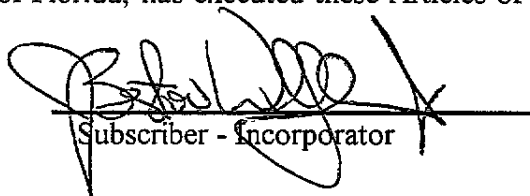
The corporation's principal office shall be located at 4845 N. Harbor City Boulevard, Melbourne Florida, 32935, and the name of its registered agent at said address shall be J. Bartow Willingham.

ARTICLE XIII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees in the manner set forth in the By-Laws of this corporation.

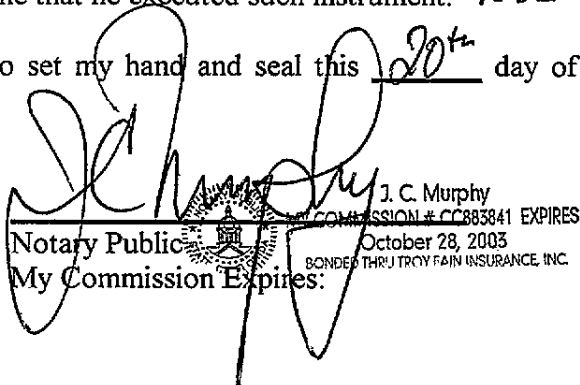
J. BARTOW WILLINGHAM, THE UNDERSIGNED, BEING THE SUBSCRIBER AND INCORPORATOR of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 20th day of June, 2001.


Subscriber - Incorporator

STATE OF FLORIDA - COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared J. BARTOW WILLINGHAM, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument. *FL DL*

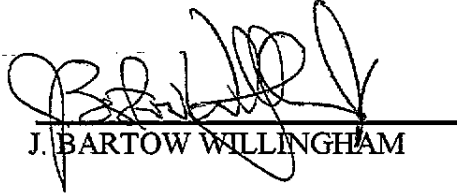
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th day of June, 2001.


Notary Public
My Commission Expires: October 28, 2003
COMMISSION # CC883841 EXPIRES
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GREATER MELBOURNE INTERFAITH HOSPITALITY NETWORK, INC., at the place designated in the Articles of Incorporation, I, J. BARTOW WILLINGHAM, agree to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open such office.

June 26th, 2001


J. BARTOW WILLINGHAM

FILED
01 JUN 25 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA