

NO1000006758
Hope Thrift Centers, Incorporated

**3111 Southwest 10th Street
Pompano Beach, Florida 33069-9902
(954) 975-7777**

FILED

01 SEP 20 PM 12:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 14, 2001

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

400004602144--6
-09/20/01--01033--011
*****70.00 *****70.00

**Subject: Hope Thrift Centers, Incorporated
Proposed Corporate Name**

400004602144--6
-09/20/01--01033--011
*****78.75 *****78.75

Enclosed is an original and one copy of the Articles of Incorporation, including a designation of registered agent, and a check for \$78.75. Please return a certified copy of the Articles stamped with the filing date.

From:

Arnold A. Broussard
Arnold A. Broussard
3111 SW 10th Street
Pompano Beach, FL 33069-9902
Daytime Contact Telephone Number: (954) 975-7777 Ext. 193

RB 9-24-01

ARTICLES OF INCORPORATION

of

Hope Thrift Centers, Incorporated
(a Florida not-for-profit corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I: Name and Location of Principal Office

The name of the Corporation is

HOPE THRIFT CENTERS, INCORPORATED

a not-for-profit Florida corporation. The address of the initial principal office of the Corporation is:

3111 Southwest 10th Street
Pompano Beach, FL 33069-9902.

ARTICLE II: Term

The Corporation shall exist perpetually until dissolved by due process of law.

ARTICLE III: Incorporator

The name and address of the Incorporator of these Articles of Incorporation is as follows.

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, FL 33069-9902

ARTICLE IV: General Purposes

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V: Activities Not Permitted

Notwithstanding any other provision of these articles, the Corporation will not carry on any other activities not permitted to be carried on by (a) a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law or (b) a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI: Dedication and Distribution of Assets

No part of the net earnings of the Corporation shall inure to the benefit of any Director or Officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no Director or Officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or shall be distributed to the federal, state, or local government for exclusive public purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes.

ARTICLE VII: Management of Corporate Affairs

A. Board of Directors.

The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Corporation shall have four (4) Directors initially. The number of Directors of the Corporation may be increased or diminished from time to time by the Bylaws but shall never be less than three (3). The method of selection of Directors is stated in the Bylaws of this Corporation.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of the Board at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year. Annual meetings shall be held at the principal office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of the Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first Members of the Board of Directors are as follows.

Name	Address
Bob Hoskins	3111 Southwest 10 th Street Pompano Beach, FL 33069-9902
Rob Hoskins	3111 Southwest 10 th Street Pompano Beach, FL 33069-9902
Arnold A. Broussard	3111 Southwest 10 th Street Pompano Beach, FL 33069-9902
George Hoskins	3111 Southwest 10 th Street Pompano Beach, FL 33069-9902

B. Corporate Officers.

The Board of Directors shall elect the following Officers:

President, Vice President, Treasurer, Secretary, and such other Officers as the Bylaws of the Corporation may authorize, from time to time, the Directors to elect. Initially, such Officers shall be elected at the first annual meeting of the Board of Directors.

ARTICLE VIII: Indemnification

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him or her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he or she is or shall be made a party by reason of his or her being or having been a Director or Officer of the Corporation (whether or not he or she is a Director or Officer of the Corporation at the time he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him or her) except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his or her duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

ARTICLE IX: Membership

The Corporation shall have no members.

ARTICLE X: Bylaws

The Board of Directors of the Corporation may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered or rescinded by majority vote of the Directors present at any regular or special meeting called for that purpose.

ARTICLE XI: Amendments to Articles of Incorporation


An amendment to these Articles of Incorporation may be proposed by any Director, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Board of Directors.

ARTICLE XII: Initial Registered Office and Agent

The name and street address of the initial registered agent and office of this Corporation is as follows.

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, Florida 33069-9902

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation on this 14th day of September 2001, for the purpose of forming this not for profit Corporation under the laws of the State of Florida.



Arnold A. Broussard, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida Statute Section 617.0501, 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:

Hope Thrift Centers, Incorporated

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

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, Florida 33069-9902

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 AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Arnold A. Broussard
Arnold A. Broussard, Registered Agent

9/14/2001
Date

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TALLAHASSEE, FLORIDA