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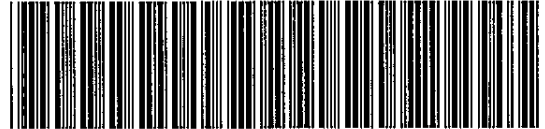
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September 15, 2005

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

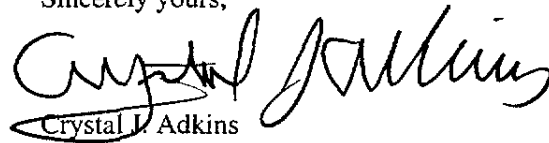
Re: Building For Life, Inc.

Dear Sir or Madam:

Enclosed please find the Amended & Restated Articles of Incorporation for Building For Life, Inc. for filing with the Secretary of State. Also enclosed is a check in the amount of \$43.75 representing the filing fee (\$35) and certified copy fee (\$8.75). Please return the certified copy to me at the address shown above.

Thank you for your assistance. If you have any questions, please do not hesitate to let me know.

Sincerely yours,


Crystal J. Adkins

Enclosures

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AMENDED & RESTATED
ARTICLES OF INCORPORATION 05 SEP 19 AM 11:02
OF
BUILDING FOR LIFE, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1007 of the Florida Not for Profit Corporation Act, the Articles of Incorporation of Building For Life, Inc. are amended and restated as follows :

ARTICLE I. NAME

The name of the corporation is: Building For Life, Inc.

ARTICLE II. ADDRESS

The street address of the principal office and the mailing address of the corporation are: 1131 N. Laura Street, , Jacksonville, FL 32206.

ARTICLE III. DURATION AND EXISTENCE

The corporation will exist perpetually.

ARTICLE IV. PURPOSE

The corporation is organized as a corporation not for profit, exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including but not limited to the following: purchasing and holding real property in economically disadvantaged and blighted urban areas as a "land bank" for the purpose of securing ownership of properties at an affordable price prior to the escalation of property values as a result of successful economic development and urban renewal; construction and rehabilitation of residential and business properties in economically disadvantaged and blighted urban areas; providing economic assistance to economically disadvantaged residents and business owners; and other activities related or incidental to economic development and urban renewal of blighted urban areas. The purposes of the Corporation also include the performance of activities related or incidental to the furtherance of the Corporation's stated purposes and permitted under the laws of the United States and Florida.

ARTICLE V. LIMITATIONS ON CORPORATE POWER

The corporate powers of the corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

(a) No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI. MEMBERS

The qualification for members and the manner of their admission will be as provided in the bylaws. The rights exercisable by members will also be as provided in the bylaws.

ARTICLE VII. REGISTERED OFFICE AND AGENT

The corporation designates 1131 N. Laura Street, Jacksonville, FL 32206 as the street address of the registered office of the corporation and names The Rev. Dr. Robert V. Lee III the corporation's registered agent at that address to accept service of process within this state.

ARTICLE VIII. BOARD OF DIRECTORS

The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than three (3). The

method of election or appointment of the directors shall be as provided in the bylaws.

ARTICLE X. DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI. INDEMNIFICATION

(a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or of any corporation not for profit of which the corporation is a member. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member. The corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific

action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

The foregoing Amended and Restated Articles of Incorporation were adopted and approved by the board of directors of the corporation on 6/22, 2005, and were adopted and approved by the affirmative vote of a majority of the members of the corporation having voting rights, present at a meeting of the members on 6/22, 2005, at which meeting a quorum of the voting members of the corporation was present, and the number of votes cast in favor of the Amended and Restated Articles of Incorporation was sufficient for its approval.

Dated: 6/22

BUILDING FOR LIFE, INC.

By: [Signature]

Print Name: The Rev. Dr. Robert V. Lee III

Its: President

ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Not For Profit Corporation Act, and acknowledge that I am familiar with, and accept, the obligations of such position.

[Signature]

The Rev. Dr. Robert V. Lee III
Registered Agent

Dated: 6/22, 2005