



NO 200000 1395

*The Law Offices of
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Attorney at Law*



2910 Winter Lake Road
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Lakeland, Florida 33807

February 21, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 22 PM 3:18

**RE: Corporate filing of Lake Wales
Community Development Corporation -
a Non-Profit Corporation**

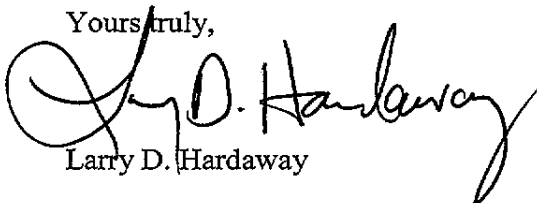
Dear Sir:

Please find enclosed articles of incorporation for **Lake Wales Community Development Corporation**. Please file the enclosed articles and return to my office a certified copy of the articles, and a certificate of status. I am enclosing herewith my office check for \$87.50 to cover fee for filing (\$35.00), designation of registered agent (\$35.00), a certified copy of the articles (\$8.25), and certificate of status (\$8.25).

Thank you in advance for your cooperation.

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-02/22/02-01050-003
*****87.50 *****87.50

Yours truly,


Larry D. Hardaway

LDH/mg

Ldh/LW, COMMUNITY DEVELOPMENT/dept. of state Div. Of Corp.

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ARTICLES OF INCORPORATION
OF
LAKE WALES COMMUNITY DEVELOPMENT CORPORATION
(A NON-MEMBERSHIP AND NON-PROFIT CORPORATION)

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The undersigned, desiring to form a charitable corporation under the Non-profit Corporation Laws of the state of Florida, hereby certifies:

FIRST: The name of the corporation shall be LAKE WALES COMMUNITY DEVELOPMENT CORPORATION. (hereinafter, the "Corporation").

SECOND: The place in the State of Florida where the principal office of the Corporation is to be located is 201 West Central Avenue, Lake Wales, FL 33853..

THIRD: The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

FOURTH: The Corporation is organized and shall be operated exclusively for charitable, civic or educational purposes, including for such purposes, but without limitation thereon:

1. To combat community deterioration, poverty, racial discrimination and prejudice; to reduce neighborhood tensions; to relieve the poor, distressed and underprivileged of the geographical area of the Lake Wales, Polk County, Florida.
2. To assist in the maintenance or development of adequate housing in the Lake Wales area of Polk County, Florida.
3. To conduct activities to achieve educational and charitable objectives within the geographical area of Lake Wales, Polk County, Florida residential rehabilitation and commercial are revitalization; development of health, social service and recreational facilities; and providing other social services and counseling.
4. To raise the economic and educational levels of underprivileged residents of the Lake Wales area of Polk County, Florida by:
 - a) expanding the opportunities available to said residents and groups to own, manage and operate business enterprises; furthering the development of locally-owned or operated business enterprises in such area; assisting said residents and groups in developing entrepreneurial and management skills necessary for the successful operation of business

enterprises; providing financial support for the successful operation of business enterprises by said residents and groups and assisting said residents and groups in obtaining such financial support from other sources; and

- b) furnishing management, administrative and other business advice, support, training and technical assistance to said residents and groups in order to enable them to develop the necessary skills to operate business ventures successfully.

- 5. To support or conduct such other or further activities as may be desirable to lessen the burdens of government.

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon non- profit corporations, including, but without limitation thereon, the right and power to receive gifts, bequests and contributions in any form, to collect dues and to use, apply, invest and reinvest the principal and/or income therefrom or to distribute the same for the above purposes.

FIFTH: All corporate powers shall be exercised by and under the authority of the board of directors. The number of Directors shall be a minimum of seven (7) and a maximum of eleven (11). The method of elections of directors shall be as stated in the by laws.

SIXTH: The following persons shall serve the Corporation as Directors until the first annual meeting called to elect Directors:

NAME	ADDRESS
Robert Connors	PO Box 89, Lake Wales, FL 33859
Fred Fulks	Florida's Natural Growers 20205 US Hwy 27 Lake Wales, FL 33853
Josephine M. Howard	Janie Howard Wilson Elementary 306 Florida Avenue Lake Wales, FL 33853
Albert Kirkland, Jr.	1405 Meadow Drive NE Winter Haven, FL 33881
Todd Earnest	American Bank PO Box 3400, Lake Wales, FL 33859
Cliff Tonjes	PO Box 2399, Lake Wales, FL 33859
Brenda Vaughn	Sun Trust Bank of Mid-Florida 595 Cypress Gardens Blvd. Winter Haven, FL 33880
Frank M. Hunt III	Hunt Brother Cooperative P.O. Box 631 Lake Wales, FL 33859

SEVENTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, officers or private individuals, but 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 the Third Article hereof. It is intended that this Corporation shall have and continue to have the status of a corporation, which is exempt from federal income taxation under Section 501 (a) of the Internal Revenue Code of 1954, as amended (hereinafter, the "Code"), as an organization described in Section 501 (c) (3) of the Code and which is other than a private foundation by reason of being described in Section 509 (a) (1), (2), or (3) of the Code. These Articles shall be constructed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of its exemption from federal income tax under Section 501 (c) (3) of the Code. No activity of the Corporation shall consist of participating in or intervening in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

EIGHTH: Upon the dissolution of the Corporation the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation distribute all of the assets of the Corporation exclusively for charitable or educational purposes to such

“qualified” organization or organizations as the Board of Directors shall determine. An organization shall be deemed to be a “qualified” organization for purposes of this SIXTH Article only if at the time of the distribution of such assets it is organized and operated exclusively for the purposes described in Section 170(c) (2) (B) of the Code and as described in Section 509 (a) (1), (2) or (3) of the Code. Any such assets not so distributed shall be distributed by the Circuit Court of Polk County, the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation or to such qualified organization or organizations as said court shall determine.

NINTH: The affirmative vote of two-thirds of the Directors at a specially called meeting of Board at which a quorum is present shall be required for the approval and adoption of any amendment to these Articles of Incorporation and any resolution of dissolution of the Corporation.

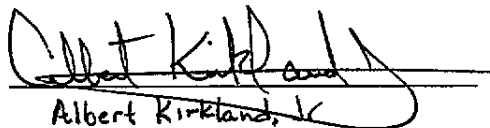
TENTH: The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

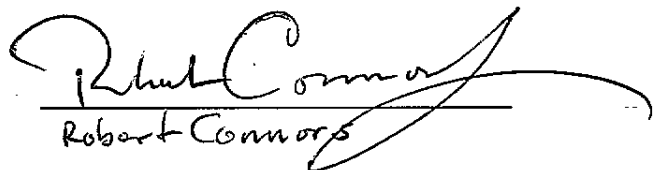
ELEVENTH: All references in these Articles to sections of the Internal Revenue Code shall be considered references to the Internal

Revenue Code of 1954, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

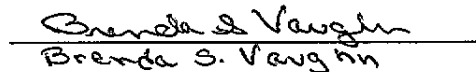
TWELVETH: The street address of the initial registered office of the corporation is 2910 Winter Lake Road, Lakeland, Florida 33803 and the name of the initial registered agent of the corporation at that address is Larry D. Hardaway, Esq.

IN WITNESS WHEREOF, we have hereunto subscribed our names
this 31st day of January, 2002.


Albert Kirkland, Jr.

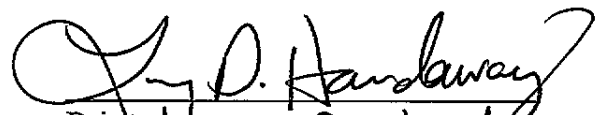

Robert Connors


Josephine M. Howard


Brenda S. Vaughn

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Larry D. Hardaway, having been named to serve as Registered Agent of LAKE WALES COMMUNITY DEVELOPMENT CORPORATION do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.


Print: Larry D. Hardaway

ldh/housingauthority/articles of incorporation

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