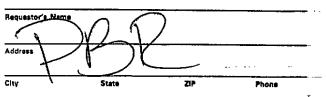


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CORPORATION(S) NAME

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ALAN S. ZANGEN, P.A.

ATTORNEY AT LAW

ALAN S. ZANGEN*

WELLINGTON CORPORATE CENTER 1200 CORPORATE CENTER WAY SUITE 201 WELLINGTON, FLORIDA 33414

* MEMBER FLORIDA BAR, NEW YORK BAR AND ILLINOIS BAR

TELEPHONE (561) 793-2400 FACSIMILE (561) 753-9966

April 18, 2002

VIA HAND DELIVERY

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

> Kings Court Community Development Corporation Re:

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the Articles of Incorporation of the above-referenced not for profit corporation, and Certificate of Registered Agent for the above referenced not for profit corporation.

Additionally, enclosed is my check number 13515 in the amount of \$78.75, representing the cost of incorporating. Please forward a conformed copy of the Articles to the attention of the undersigned.

Thank you for your prempt attention to this matter.

Sincerely

ASZ:dz

Enclosures:

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ARTICLES OF INCORPORATION

OF

KINGS COURT COMMUNITY DEVELOPMENT CORPORATION

(A CORPORATION NOT FOR PROFIT)

To form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes for the formation of corporations not for profit, the undersigned does hereby organize and establish a corporation for the purposes and with the powers hereinafter set forth, and to accomplish that objective, the undersigned does hereby make, adopt and subscribe these Articles of Incorporation, to-wit:

ARTICLE I NAME OF CORPORATION

The name of the corporation shall be KINGS COURT COMMUNITY DEVELOPMENT CORPORATION.

ARTICLE II PURPOSES

The purposes for which the Corporation is formed are:

The ownership, operation and management of real and personal property, whether tangible or intangible, in the State of Florida.

All assets, revenues, and income, if any, of the Corporation shall be used exclusively for the ownership, operation and management of real and personal property, whether tangible or intangible, in the State of Florida, including the payment of expenses incident thereto, and no part of the revenues or income, if any, of the Corporation shall inure to the benefit of any private person, entity or individual. The purposes of the Corporation shall also include the performance of activities incidental to the furtherance of the Corporation's stated purposes and permitted under the laws of the United States and the State of Florida.

No part of the revenues or income, if any, of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers, directors 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 herein. 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. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3), of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III ADDRESS

The mailing address of the Corporation is:

c/o Hope House of the Palm Beaches, Inc. 2001 Palm Beach Lakes Blvd. Suite 204 West Palm Beach, FL 33409 Attn: Executive Director

ARTICLE IV COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence upon the filing of these Articles of Incorporation.

ARTICLE V DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE VI TYPE OF CORPORATION

The Corporation shall be a corporation not-for-profit, and shall have neither capital stock nor stockholders.

ARTICLE VII MEETINGS

The members of the Corporation shall meet no less than annually at a place and on a date set by said members provided, however, that the first meeting of the members of the Corporation shall be held not later than September 1, 2002, at 2001 Palm Beach Lakes Blvd., Suite 204, West Palm Beach, FL 33409.

ARTICLE VIII MEMBERSHIP

The authorized number and qualifications of members of the Corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, shall be set forth in the By-Laws, provided that the Corporation shall have no member who is not an officer or member of the Board of Directors of Hope House of the Palm Beaches, Inc., a Florida corporation not-for-profit.

ARTICLE IX BOARD OF DIRECTORS

- (A) The affairs of the Corporation shall be managed by a Board of Directors consisting of the officers or members of the Board of Directors of Hope House of the Palm Beaches, Inc., a Florida corporation not-for-profit (the "Board"), and its Executive Director. The number of directors shall not be less than three (3) or more than five (5). If the number of directors shall be less than three (3) the remaining directors shall immediate appoint another director to fill the vacancy.
- (B) The name and address of each person who is to serve as an initial director of the Corporation are set forth below:

<u>Name</u>	Position	Address
Angela V. Rose	Director	2001 Palm Beach Lakes Blvd. Suite 204 West Palm Beach, FL 33409
Lisa Dever	Director	2001 Palm Beach Lakes Blvd. Suite 204 West Palm Beach, FL 33409
Greta Stiebel-Chin	Director.	2001 Palm Beach Lakes Blvd. Suite 204 West Palm Beach, FL 33409
Paulette Brown Chapman	-Director	2001 Palm Beach Lakes Blvd. Suite 204 West Palm Beach, FL 33409
Virginia Smith	Director	2001 Palm Beach Lakes Blvd. Suite 204 West Palm Beach, FL 33409

(C) The Successor directors shall be elected as provided in the By-Laws of the Corporation adopted consisted with Article X below.

ARTICLE X INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is c/o Angela V. Rose, 2001 Palm Beach Lakes Blvd., Suite 204, West Palm Beach, FL 33409, and the initial registered agent of the Corporation at that address is Angela V. Rose.

ARTICLE XI INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u> <u>Address</u>

Angela V. Rose

2001 Palm Beach Lakes Blvd. Suite 204

West Palm Beach, FL 33409

The incorporator of the Corporation assigns to the Corporation her rights under Section 617.013, Florida Statutes, to constitute a corporation, this assignment becoming effective of the date corporate existence begins.

ARTICLE XII DISTRIBUTION UPON DISSOLUTION

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, transfer all of the assets of the Corporation to the Board, to be used for operating and managing any and all real and personal property of the Corporation, or if the Board shall no longer be in existence to any successor organization or other such organization or organizations organized and operated exclusively for operating the real and personal property of the Corporation.

ARTICLE XIII BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors by an affirmative vote of the majority of the total number of members of the Board of Directors at any regular or special meeting of the Board of Directors.

ARTICLE XIV AMENDMENT

The Corporation reserves the right to alter, amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by an affirmative vote of the majority of the total number of members of the Board of Directors at any regular or special meeting of the Board of Directors.

IN WITNESS WHEREOF, the under Articles of Incorporation this 17 day of A	rsigned incorporator has executed these April, 2002.
··	ANGELA V. ROSE
STATE OF FLORIDA COUNTY OF PALM BEACH	
I HEREBY CERTIFY that on this day, l State aforesaid and in the County aforesa appeared ANGELA V. ROSE, who	before me, an officer duly authorized in the id, to take acknowledgments, personally
[<u>✓</u>] is personally known to me, or [_] has produced	_ as identification
and who, being duly swom, executed the before me that she executed the same.	foregoing instrument and acknowledged
WITNESS my hand and official seal this <u>///</u> day of April, 2002.	Notary Signature DEBOPAN-LZEIGLER MY COMMISSION # CC 761478 EXPIRES: July 21, 2002 Bonded Thru Notary Public Underwriters Printed name & Commission Expiration Stamp

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT KINGS COURT COMMUNITY DEVELOPMENT CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 2001 PALM BEACH LAKES BLVD., SUITE 204, WEST PALM BEACH, FL 33409 STATE OF FLORIDA, HAS NAMED ANGELA V. ROSE, 2001 PALM BEACH LAKES BLVD., SUITE 204, WEST PALM BEACH, FL 33409,ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

ANGELA V. ROSE INCORPORATOR

DATE: APRIL <u>[7]</u>, 2002

ACKNOWLEDGMENT OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

ANGELÀ V. ROSE REGISTERED AGENT

DATE: APRIL 17 , 2002

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SECRETARY OF STATE

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