

NO 000000 4069

TO: DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FROM: JONATHAN R. HOWARD, SR.
SUBJECT: INCORPORATION OF: AGAPE COMMUNITY DEVELOPMENT CENTER OF
SOUTH FLORIDA, INC.
DATE: 5/24/2002

Enclosed is an original, and one (1) copy of the articles of incorporation and bylaws for the incorporation of AGAPE COMMUNITY DEVELOPMENT CENTER OF SOUTH FLORIDA, INC. along with a check for \$78.75. Please direct any questions or concerns to Jonathan R. Howard, Sr. at 305-256-4455 or by mail at 17761 S.W. 113th Avenue.

100005622531--0
-05/28/02--01101--008
*****78.75 *****78.75

02 MAY 28 AM 9:19
SECRETARY OF STATE
DIVISION OF CORPORATIONS

SMITH MAY 29 2002

S

**Articles of Incorporation
Of
Agape Community Development Center of South Florida, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I.

The name of the corporation shall be: Agape Community Development Center of South Florida, Inc. (hereinafter called the "Corporation")

ARTICLE II.

The principal place of business and mailing address of this corporation shall be: 21910 Southwest 120th Avenue, Goulds, Florida 33170.

ARTICLE III

The period of duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE IV

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for, charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of but shall not be limited to: Job Training, Job Placement, Land Acquisition, Housing, Employment, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Tutoring, AIDS Awareness and Support, Elderly Care, and other programs to aid those in need.

ARTICLE V

The Corporation shall have the power to acquire, own, maintain, and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law. In addition to the powers specified, the Corporation shall have the additional powers specified in its bylaws.

02 MAY 28 AM 9:19
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VI

Management of the Corporation shall be vested in the Corporation's Board of Directors, the members of which shall be not less than three. The number and method of election of the directors of the Corporation shall be as set forth in the bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

Name	Address
Jonathan Howard President	17761 S.W. 113 th Ave. Miami, Florida 33157
Corine Howard Secretary	17761 S.W. 113 th Ave. Miami, Florida 33157
LaKeesha Morris Treasurer	14876 S.W. 168 th Terr. Miami, Florida 33187
William Dozier Director	3932 N.W. 167 th St. Miami, Florida 33054

ARTICLE VII

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 Code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Florida court of competent jurisdiction of the county in which the principal office of the Corporation is then located (or, if the Corporation does not then have a principal office in the State of Florida, then in Dade County), 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 IX

No part of the net earnings of the Corporation shall inure to the benefit of, or 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.

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 or in opposition to any candidate for public office or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Code.

Notwithstanding any other provision of these Articles of Incorporation, 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 Code or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055, 2106(a)(2) and 2522 of the Code.

ARTICLE X

These Articles of Incorporation shall be amended only by the affirmative vote of a majority of all of the Members.

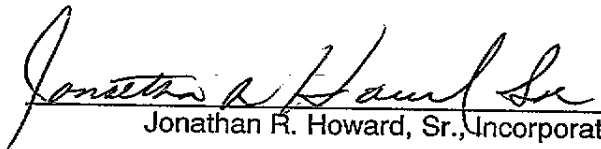
ARTICLE XI

The street address of the Corporation's initial registered office in the State of Florida is 21910 Southwest 120th Avenue, Goulds, Florida 33170 and the name of its initial registered agent at such office is Jonathan R. Howard Sr.

ARTICLE XII

The name and address of the sole incorporator is Jonathan R. Howard, Sr. 17761 S.W. 113th Avenue, Miami, Florida 33157 (hereinafter called the "Incorporator").

IN WITNESS WHEREOF, the undersigned, being the Incorporator for the purpose of forming a Corporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, as amended, has signed these Articles of Incorporation on this 24th day of May, 2002.


Jonathan R. Howard, Sr., Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

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 with and accept the obligations of my position, as Registered Agent.

Registered Agent


Jonathan R. Howard, Sr.

Date: 5/28, 2002

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY 28 AM 9:19