

No2000005245

Tools for Change
Black Economic Development Coalition, Inc.
6015 N.W. 7th Avenue
Miami, FL 33127
305/751-8934

FILED
02 JUL 10 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 3, 2002

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-07/10/02--01033--005
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find an original copy of the Articles of Incorporation, and Certificate Designating Places of Business, and a money order for filing fees for the following:

NO.	Company name	MO#	Amount
1.	A & D COMMUNITY DEVELOPMENT, INC	97019113940	\$78.75
2.			
3.			
4.			
TOTAL			\$78.75

Please file both the Articles and certificates for the Designation for the corporation and return a filed copy of each document to the following address:

Nicole S. Dandridge, Esq.
Tools for Change
Black Economic Development Coalition, Inc.
6015 NW 7th Ave.
Miami, FL 33127

Please feel free to contact me with any further questions.

Sincerely,



Nicole S. Dandridge
Legal Department

OB 7/11

ARTICLES OF INCORPORATION
OF
A & D COMMUNITY DEVELOPMENT, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: **A & D COMMUNITY DEVELOPMENT, INC.**, hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office is **99 N.W. 183rd Street, Ste. 100-D, Miami, Florida 33169** and the mailing address of the corporation is **3410 Foxcroft Road, Apt. 312, Miramar, Florida 33025**.

ARTICLE III: DURATION

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

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for educational, religious and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by 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 (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation 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.

ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at **3410 Foxcroft Road, Apt. 312, Miramar, Florida 33025**; and **RICHARD CADE** is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The initial Board of Directors shall consist of the following:

SANDRA BRADLEY

6406 N.W. 199 Lane
Miami, Florida 33015

ANNETTE JONES

55 N.E. 55th Street, # 9
Miami, Florida 33137

CHRISTOPHER JOHNSON

254 N.W. 43rd Street
Miami, Florida 33137

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

RICHARD CADE
3410 Foxcroft Road, Apt. 312
Miramar, FL 33025

IN WITNESS WHEREOF, I, **RICHARD CADE**, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on 27 June, 2002.




RICHARD CADE

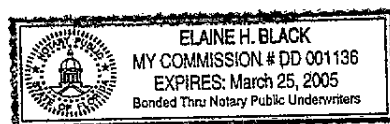
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this 2 day of July, 2002, by **RICHARD CADE**, who personally appeared before me at the time of notarization, and who is personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: 

PRINT: ELAINE H. BLACK
STATE OF FLORIDA AT LARGE



FILED
02 JUL 10 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following
is submitted in compliance with said Acts:

First--That **A & D COMMUNITY DEVELOPMENT, INC.**, desiring to organize under the
laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City
of Miramar; County of Broward, State of Florida, has named **RICHARD CADE**, at **3410 Foxcroft
Road, Apt. 312**, in the City of Miramar, County of Broward, State of Florida, as its agent to accept
service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provisions of said Act relative to keeping open said office.

BY: 
RICHARD CADE

DATED: 27 June 02