

NO200000878.

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000224058 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

project p.o.n.d., inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

CLERK OF THE
TALLAHASSEE FLORIDA

2002 NOV - 8 AM 10:19

FILED

11/14/02

*Black Economic Development Coalition, Inc.***TOOLS FOR CHANGE**6015 Northwest 7th Avenue

Miami, Florida 33127

Phone: (305) 751-8934

Fax: (305) 751-1619

E-Mail: tfc@tfc.org

FAX TRANSMISSION COVERFAX NUMBER TRANSMITTED TO: 850-245-6804To: CLARETHA GOLDENFrom: TRECIA BENNETTDate: Nov. 13. 2002

DOCUMENTS	NUMBER OF PAGES*
<u>ARTICLES</u>	<u>4</u>

COMMENTS: _____

THE INFORMATION CONTAINED IN THIS FACSIMILE IS PRIVILEGED AND CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE TO DELIVER IT TO THE INTENDED RECIPIENT; YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATION IS STRICTLY PROHIBITED. RECEIPT BY ANYONE OTHER THAN THE INTENDED RECIPIENT IS NOT A WAIVER OF ANY CLIENT OR WORK PAPER/ PRODUCT PRIVILEGE. IF YOU RECEIVE THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US BY TELEPHONE, AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE US POSTAL SERVICE. YOU WILL BE REIMBURSED BY US FOR ANY POSTAGE EXPENSES INCURRED. THANK YOU.

* NOT COUNTING COVER SHEET. IF YOU DO NOT RECEIVE ALL PAGES, PLEASE TELEPHONE US IMMEDIATELY AT (305) 751-8934.

Trecia Bennett GAVE

AUTHORIZATION BY PHONE TO

CORRECT

Should have been
Non-ProfitDATE 11/13/02DOC. EXAM Q

ARTICLES OF INCORPORATION
OF
PROJECT P.O.N.D., INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED

2002 NOV -8 AM 10:19

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: **PROJECT P. O. N. D., INC.**, hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office is **17721 N.W. 14th Court, Miami, Florida 33169** and the mailing address of the corporation is **P.O. Box 69-3341, Miami, Florida 33269.**

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 17721 N.W. 14th Court, Miami, Florida 33169; and EDWANN C. BROWN 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:

MIN. EDWANN C. BROWN
17721 N.W. 14th Court
Miami, FL 33169

REV. EDWARD BROWN, JR.
17721 N.W. 14th Court
Miami, FL 33169

EVANG. CORETHA Y. BROWN
17721 N.W. 14th Court
Miami, FL 33169

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 Code.

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

EDWANN C. BROWN
17721 N.W. 14th Court
Miami, FL 33169.

IN WITNESS WHEREOF, I, **EDWANN C. BROWN**, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on NOV. 13, 2002.


EDWANN C. BROWN

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this _____ day of _____, 2002, by **EDWANN C. BROWN**, 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: _____

STATE OF FLORIDA AT LARGE

**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 **PROJECT P. O. N. D., 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 Miami, County of Dade, State of Florida, has named **EDWANN C. BROWN, at 17721 N.W. 14th Court**, in the City of Miami, County of Dade, 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:


EDWANN C. BROWN

DATED:

11/13/02

FILED
2002 NOV -8 AM 10:19
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA