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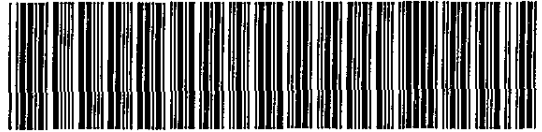
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03 MAY 23 PM 6:17
STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SPRINGFIELD YOUTH BUILDERS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: EDWARD L. BROWN
Name (Printed or typed)

3122 E. THIRD STREET
Address

PANAMA CITY, FL 32401
City, State & Zip

850-747-5222
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
SPRINGFIELD YOUTH BUILDERS, INC.
A Florida Not-for-Profit Corporation

FILED
03 MAY 23 PM 6:1
SECRETARY OF STATE
TALLAHASSEE, FLOR

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation, not for profit, under the laws of the State of Florida; and further agrees to the following conditions of said corporation.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation is SPRINGFIELD YOUTH BUILDERS, INC. with its principal place of business in Springfield, Florida; mailing address is P.O. Box 3091 Panama City, Florida 32401.

ARTICLE II
COMMENCEMENT OF CORPORATION EXISTENCE

The corporation shall commence corporate existence immediately upon filing of these Article and acceptance by the Secretary of State of Florida and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III
PURPOSE

This not-for-profit corporation is organized and operated exclusively for the following charitable purposes:

1. To design and implement programs that promote family stability and increased involvement, and to positively impact academic performance, athletic and life skills of youth.
2. To increase social acceptable behavior and to promote civic responsibility while reducing the risk of alcohol and drug abuse, truancy, self esteem issues and high- risk behaviors.
3. To help youth make positive life changes and build character through participation in community service activities.
4. To develop complementary programs to enhance academic enrichment by providing basic skills remediation, tutoring, computer education, health education, arts and music, athletic programs and mentoring.

The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1954 as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other 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 1954 (or the corresponding provision of any future United States Internal Revenue Law), or by a corporation, contributions to which are deductible under Section 170(C)(2) of the Code, (or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV
BOARD OF DIRECTORS

The business and property of the Corporation shall be managed and controlled by an annually appointed Board of Directors. The number of directors may be set from time to time by the By-Laws, except the number shall at no time be less than five.

ARTICLE V
INITIAL BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the initial Board of Directors and officers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>OFFICE</u>
Perry M. Dalton	701 School Ave. Springfield, FL 32401	Director	Chairman
Pam Salinas	808 Arthur Ave. Panama City, FL 32401	Director	Secretary
Edward L. Brown	3122 E. Third St. Springfield, FL 32401	Director	Treasurer
Christine Sims	160 N. Fox Ave., Apt. 7 Panama City, FL 32401	Director	
Mark D. Mayhew	3801 E. 1 st Ct. Springfield, FL 32401	Director	
Robert L. Brown	6119 Michelle Circle Panama City, FL 32404	Director	
George Gainer	720 W. Beach Dr. Panama City, FL 32401	Director	

ARTICLE VI
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 non-profit fund, foundation, or corporation which is organized 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 VII
EARNINGS

No part of the net earning of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE VIII
BY-LAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE IX
INDEMNIFICATION

In addition to any rights and duties under applicable law, the corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended at any time by a resolution adopted by a vote of the majority of the directors present at any annual or special meeting provided a quorum is present, and that due notice has been given in accordance with the By-Laws.

ARTICLE XI
INCORPORATOR

The name and street address of the person signing these Articles, as Incorporator is Edward L. Brown, 3122 E. Third Street, Panama City, Florida 32401.

ARTICLE XII
REGISTERED AGENT

The name of the registered agent of this corporation is Edward L. Brown, located at 3122 E. Third St., Panama City, FL 32401.

Having been named as registered agent to accept service of process for the above corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Edward L. Brown
Edward L. Brown, Registered Agent

May 22, 2003
Date

Edward L. Brown
Edward L. Brown, Incorporator

May 22, 2003
Date