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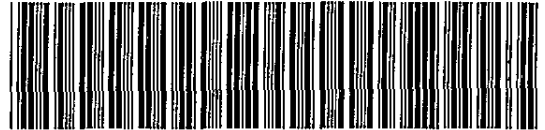
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04 FEB -4 AM 10:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

TFF 2/6/04

TRANSMITTAL LETTER

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

SUBJECT: Forgotten Coast Community Development Corporation
(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: Earl Burns
Name (Printed or typed)

110 Brenda Drive
Address

Port St. Joe, Florida 32424
City, State & Zip

(850) 229-6502
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 4, 2003

EARL BURNS
110 BRENDA DR
PORT ST JOE, FL 32456

SUBJECT: FORGOTTEN COAST COMMUNITY DEVELOPMENT
CORPORATION
Ref. Number: W03000036625

RECEIVED
04 FEB -4 AM 8:12
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for FORGOTTEN COAST COMMUNITY DEVELOPMENT CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Tammy Hampton
Document Examiner
New Filings Section

Letter Number: 503A00065382

*Mrs. Tammy,
Hopefully these addition will
meet the requirements.
Thank you.*

**ARTICLES OF INCORPORATION FOR
FORGOTTEN COAST COMMUNITY DEVELOPMENT CORPORATION**

We, the undersigned incorporators, each being natural persons over the age of 19 years, do hereby make, subscribe, and verify the following Articles of Incorporation for the purpose of forming a nonprofit corporation under the Florida Nonprofit Corporation Act.

Article I: Name of Corporation

The name of the corporation shall be Forgotten Coast Community Development Corporation (hereinafter referred to as "the Corporation").

Articles II: Duration of Corporation

The period of duration of the Corporation is perpetual.

Article III: Statement of Purpose

A. The Corporation is organized exclusively for charitable and educational purposes, within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, as from time to time amended ("the Code"), to create through education, collaboration, and cooperation among parents, business, and organizations, a productive, safe, caring, and cohesive community within the Northwest Florida region, in the State of Florida. The Corporation shall seek to develop a sense of community pride by working to establish programs aimed at making the community socially and economically sound. The business and objectives to be carried on and promoted by the Corporation include, but are not limited to. The following:

1. To provide a neighborhood-based service center to promote innovative grassroots endeavors of Northwest Florida regions lower-income neighborhoods through partnerships with businesses, public agencies, and schools.

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04 FEB -4 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. To serve as an advocate to make existing public services more accessible and responsive to neighborhood needs, and to enlist or provide supplemental services where needed in these areas.

3. To serve as a catalyst to encourage job development, entrepreneurial activity, homeownership and other housing opportunities for lower-income persons, and other community development activity at the neighborhood level.

4. To build and sustain a community-wide coalition that supports the mission and activities of the Corporation, and to seek grants and other sources of funding to implement the objectives of the Corporation.

B. Notwithstanding any other provisions of these Articles, the Corporation shall be subject to the following limitations:

1. The terms "charitable and educational purposes" are limited to the meaning of those terms as used in Section 501 ©(3) of the Code, as from time to time amended.

2. No part of the net earnings of the Corporation may inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation is authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable and educational purposes.

3. The Corporation may not undertake any activity not permitted to be undertaken by an organization exempt from federal income taxation under Section 501©(3) of the Code or the corresponding provision of any future United States Internal Revenue law and under Section 170©(2) of the Code or the corresponding provision of any future United States Internal Revenue law. In particular, no substantial part of the activities of the Corporation may attempt to influence legislation or carry on propaganda, and the Corporation may not participate or intervene in (including publishing or distributing statements) any political campaign on behalf of or in opposition to any candidate for public office.

Article IV: Board of Directors

Section 1: Number and term of office: The general affairs of the Corporation shall be vested in the Board of Directors. The Board of Directors shall consist of, at a minimum, five (5), but no more than nine (9), persons, including a Chairperson, Vice-Chairperson, Secretary, and Treasurer. Director shall serve for terms of one (1) year, from November to the following November. The initial Directors named in the Articles of Incorporation shall serve until the first annual meeting.

Section 2: Election. Nominations and qualifications for Directors shall be submitted in writing to the Secretary of the Corporation not less than ten (10) days in advance of the annual Directors' meeting in November and shall be made available to the current Directors at the meeting. Directors will be elected by the current Directors at the meeting.

Section 3: Duties and powers. The Board of Directors shall be responsible for the control and management of the affairs, property, and interests of the Corporation and may exercise all powers of the Corporation.

Section 4: Annual and regular meetings. The annual meeting of the Board of Directors shall be held in November. The Board of Directors shall hold regular meetings no less often than monthly and may from time to time provide by resolution for the holding of other regular meetings of the Board of Directors and may fix the time and place thereof.

Section 5: Special meetings. Special meetings of the Board of Directors shall be held whenever called by the Chairperson or by any two of the Directors, at such time and place as may be specified in the respective notices.

Section 6: Notices of meetings. (a) Notice of any regular meeting of the Board of Directors shall not be required to be given and, if given, need not specify the purpose of the meeting; provided, however, that in case the Board of Directors shall fix or change the time or place of any regular meeting, notice of such change shall be given to each Director not present at the meeting at which such change was made. (b) Notice of special meetings shall be mailed, faxed, telephoned, or e-mailed to each Director at least three (3) days before the meeting and shall specify the date, time, place, and purpose of the special meeting. Notice of any special meeting shall not be required to be given to any Director who shall attend such meeting without protesting, prior to or at its commencement, the lack of notice. Notice of any adjourned meeting shall not be required to be given.

Section 7: The names and addresses of the directors constituting the initial Board of Directors are:

Earl D. Burns, President
8006 Alabama Ave
Port St. Joe, Florida
32456

Iris Gathers, Secretary
310 avenue B
Port St. Joe, Florida
32456

Dannie E. Bolden, Treasurer
110 Brenda Drive
Port St. Joe, Florida
32456

Article V: Powers

The Corporation shall have the power to do all lawful acts necessary or desirable to carry out its purpose consistent with the provisions of the Florida Nonprofit Corporation Act, as from time to time amended, and Section 501©(3) of the Code.

The Board of Directors shall have those powers necessary to manage and control the business, assets, and affairs of the Corporation. Without limiting the foregoing, the Board shall have the power, to the fullest extent possible under law, to modify any restriction or condition on the distribution of funds for any specified organization if, in the Board's sole judgment, such restriction or condition becomes in effect unnecessary, incapable of fulfillment, or inconsistent with the charitable needs of the Northwest Florida communities.

Article VI: Registered Office Address and Registered Agents

The address of the initial registered office of the Corporation is 110 Brenda Drive, Port St. Joe, Florida 32456, and the initial registered agent at that address is Earl D. Burns.

Article VII: Incorporators

The names and addresses of the Corporation's incorporators are:

Dannie E. Bolden
110 Brenda Drive
Port St. Joe, Florida
32456

Jenatta P. Best
404 Ave C
Port St. Joe, Florida
32456

Jamie G. Bolden
110 Brenda Drive
Port St. Joe, Florida
32456

Article VIII: Directors' Liability

A. A director shall have no liability to the Corporation for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by the director, or for any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. If the Nonprofit Corporation Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director shall be eliminated or limited to the full extent permitted by the Nonprofit Corporation Act as so amended. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification for or with respect to an act or omission of such director occurring prior to such repeal or modification.

B. Directors of the Corporation shall not be personally liable to the Corporation for monetary damages for conduct as a director, except for acts or omissions that involve the intentional misconduct by the director or a knowing violation of law by a director, where the director votes or assents to a distribution which is unlawful or violates the requirements of these Articles of Incorporation, or for any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled.

C. Except as otherwise provided by law, no director of the Corporation shall be personally liable to the Corporation for monetary damages for the breach of fiduciary duty as a director. The preceding sentence shall not apply,

however, to the extent such breach would jeopardize the Corporation's status as an Florida nonprofit corporation and as an organization exempt from taxation under Section 501©(3) of the Code.

Article IX: Indemnification

Except as otherwise provided by law, the Corporation will indemnify and hold harmless each director and officer of the Corporation from and against any loss, injury, expense, or damage suffered or sustained by him or her by reason of any acts, omissions, or alleged act or omissions arising out of his or her activities on behalf of the Corporation or in furtherance of the Corporation's interest, including (but not limited to) any judgment, award, settlement, reasonable attorneys' fees, and any other costs or expenses incurred in connection with the defense of an actual or threatened action, proceeding, or claim is based are not adjudged by a court of competent jurisdiction to have been performed or omitted fraudulently or in bad faith or as a result of gross negligence. The preceding sentence will not apply, however, to the extent that such application would jeopardize the Corporation's status as a Section 501©(3) organization under the Code. The Corporation may obtain insurance to cover the forgoing liability.

Article X: Limitations

A. All of the purposes and powers of the Corporation shall be exercised exclusively for charitable, scientific, and educational purposes in such a manner that the corporation shall qualify as an exempt organization under Section 501©(3) of the Code or the corresponding provision of any future United States Internal revenue law, and that contributions to the Corporation shall be deductible under Section 170©(2) of the Code or the corresponding provision of any future United States Internal Revenue law.

B. Upon the winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of, or after provision for payment of, all debts and liabilities of the Corporation, shall be distributed to an organization or organizations recognized as exempt under Section 501©(3) of the Code or the corresponding provision of any future United States Internal Revenue law, and shall be used exclusively to accomplish the purposes for which the Corporation is organized.



Article XI: Amendments

All provisions of these Articles of Incorporation will be subject to amendment, consistent with the provisions of the Nonprofit Corporation Act (AS 10.20) and Section 501©(3) of the Code.

IN WITNESS WHEREOF, we, the incorporators, sign our names this


19 Day of November 2003

INCORPORATOR/REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated 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.

Subscribed and sworn to before me this 19 day of November, 2003


Notary Public

My Commission Expires:

May 28, 2004