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(Requestor's Name)

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(City/State/Zip/Phone #)

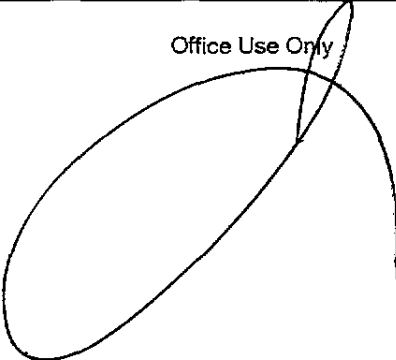
PICK-UP WAIT MAIL

(Business Entity Name)

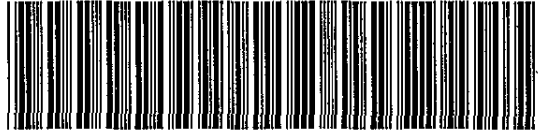
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

SUBJECT: Clifford Hill Community Outreach Center, 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: Michael E. Steuer, CPA, P.A.
Name (Printed or typed)

300A S. Belcher Rd.
Address

Clearwater, FL 33765
City, State & Zip

727-441-8444
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

RECEIVED

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
REGISTRATION SECTION

February 16, 2004

MICHAEL E. STEUER, CPA, P.A.
300A S. BELCHER RD.
CLEARWATER, FL 33765

SUBJECT: CLIFFORD HILL COMMUNITY OUTREACH CENTER, INC.
Ref. Number: W04000006497

We have received your document for CLIFFORD HILL COMMUNITY OUTREACH CENTER, INC.. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

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) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 504A00010372

ARTICLES OF INCORPORATION

OF

Clifford Hill Community Outreach Center, Inc.

A FLORIDA NON-PROFIT CORPORATION

The undersigned incorporator, in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation is Clifford Hill Community Outreach Center, Inc.

TWO: The principal office address of this corporation is:

1303 E. New Orleans Ave.

Tampa, Fl 33603

THREE: The specific purposes for which this corporation is organized are:

- 1) Minister to the physical and spiritual needs of the Greater Tampa Bay Community.
- 2) Establish, operate, and maintain a boarding home for men in the Greater Tampa Bay Area.
- 3) Teach basic life and practical living skills to those individuals participating in the programs of the organization.
- 4) To provide community learning, training & education centers to assist those in acquiring new job skills.

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TALLAHASSEE, FLORIDA

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- 5) To assist those who are un or under employed in acquiring employment.
- 6) Establish a network of community and business leaders to assist in teaching, training and mentoring individuals so that they will become productive members of the community.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FOUR: The number of initial directors of this corporation are four. Their names and address are as follows:

Ovida Davis
811 E. Cayuga St.
Tampa, Fl 33603

Lorraine Phillips
4107 N. 9th St.
Tampa, Fl 33603

Helen Pridgen
1302 E. New Orleans Ave.
Tampa, Fl 33603

Jason Wilburn
1223 E. North Bay St.
Tampa, Fl 33603

FIVE: The Directors of the Corporation shall be elected in accordance with the provisions stated in the bylaws.

SIX: The period of duration of this corporation is perpetual.

SEVEN: The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

The corporation shall have no legal membership distinct from the Board of Directors.

EIGHT: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the

Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

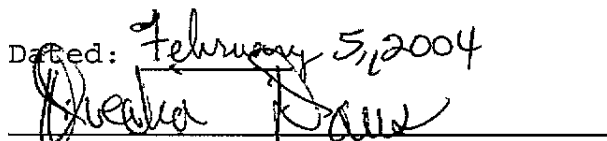
NINE: The name and address of the registered agent of this corporation are:

Helen Pridgen
1303 E. New Orleans Ave.
Tampa, Fl 33603

TEN: The name and address of the incorporator of this corporation is:

Ovida Davis
811 E. Cayuga St.
Tampa, Fl 33603

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: February 5, 2004


Ovida Davis, Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Clifford Hill Community Outreach Center, Inc.
2. The name and address of the registered agent and office is:

Helen ~~Prichon~~ Pridgen

1302 E. New Orleans Ave.

Tampa, Fl 33603

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.

Signature: Helen Pridgen

Date: 3-1-04

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