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DEPARTMENT OF STATE ACCOUNT FILING COVER SHEET

Account Number	FCA00000017	
Reference: (Sub Account)		
Date:	329 04	<u></u>
Requestor Name:	Carlton Fields	₩ 9
Address:	Post Office Drawer 190 Tallahassee, Florida 32302	04 MIN 20
Telephone:	(850) 224-1585	
Contact Name:	Kim Pullen, CLA (x5261)	्र [ु]
Corporation Name: Entity Number:	Twenty-First Ce	ntury Challenge, Drc
Authorization:	Kim Galle	<u> </u>
Certified Copy New Filings Fictitious Name	Plain Stamped Copy Amendments	Certificate of Status Annual Report Registration
(X) Call When Ready	(X) Call if Problem	() After 4:30
(X)Walk In	()Will Wait	(X) Pick Up
CF Internal Use Only Client:	Matter: \$1317	· · · · · · · · · · · · · · · · · · ·

Name: Deas

Office:

DEPARTMENT OF STATE ACCOUNT FILING COVER SHEET

Account Number	FCA00000017	
Reference: (Sub Account)	1	
Date:	329/04	
Requestor Name:	Carlton Fields	
Address:	Post Office Drawer 190 Tallahassee, Florida 32302	
Telephone:	(850) 224-1585	
Contact Name:	Kim Pullen, CLA (x5261)	
Corporation Name: Entity Number: Authorization:	Twenty-First Ce	entury Challenge, Dro
Certified Copy New Filings Fictitious Name	Plain Stamped Copy Amendments	Certificate of Status Annual Report Registration
(X) Call When Ready	(X) Call if Problem	() After 4:30
(X) Walk In	() Will Wait	(X) Pick Up
CF Internal Use Only	81317	

Name: Deas

Office:

ARTICLES OF INCORPORATION

OF

TWENTY-FIRST CENTURY CHALLENGE, INC.

a Non-Profit Florida Corporation (Pursuant to Chapter 617, Florida Statues.)

The undersigned has, for the purpose of forming a non-profit corporation under the laws of Florida, adopted the following Articles of Incorporation (the "Articles").

- 1. Name. The name of the corporation is Twenty-First Century Challenge, Inc. (the "Corporation").
- 2. <u>Principal Office of Business</u>. The principal office of business and mailing address of the Corporation are:

Principal Office of Business: 1930 San Marco Boulevard

Suite 203

Jacksonville, Florida 32207

Mailing Address:

1930 San Marco Boulevard

Suite 203

Jacksonville, Florida 32207

- 3. **Purpose**. The specific purpose of the Corporation is to promote the elimination of substandard housing in Jacksonville, Florida, and the general purposes of the Corporation are to operate exclusively for charitable, religious, scientific, literary or educational purposes that will qualify the Corporation for as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 4. <u>Limitations</u>. The Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, 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, or

corresponding provisions of any subsequent federal tax laws, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

- 5. Board of Directors: Manner of Election. The number of directors of the Corporation shall be fixed and may be altered from time to time as may be provided in the By-Laws of the Corporation (the "By-Laws"), but in no event shall the number of directors be less than three (3). The manner in which the directors are elected or appointed is provided for in the By-Laws.
- 6. Registered Agent. The Corporation hereby appoints William J. Deas, who has been a bona fide resident of the State of Florida for at least three years, as its Registered Agent in and for the State of Florida. The complete name and address of the Registered Agent are:

William J. Deas 2215 River Boulevard Jacksonville, Florida 32204

7. <u>Incorporator</u>. The name and address of the incorporator are:

David M. Hicks 1725 Memorial Park Drive Jacksonville, Florida 32204

- 8. <u>Effective Date</u>. These Articles are to be effective the date of filing.
- 9. No Private Inurement. The property of the Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.
- 10. **Dissolution**. On the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation, which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

11. Private Foundation Requirements. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws. The Corporation will not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, (ii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, (iii) make any investments in any manner that would subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, or (iv) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation on March 26, 2004.

IN WITNESS WHEREOF, the following incorporator has signed these Articles this $2b^{\mu}$ day of march, 2004.

David M. Hicks

ACCEPTANCE BY REGISTERED AGENT

Having been named as a 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.

DATE: March 26, 2004.

William J. Deas