

N04000010787

Professional Accounting Associates, Inc.
7522 North 40th Street
Tampa, Florida 33604

(Address)

(City/State/Zip/Phone #)

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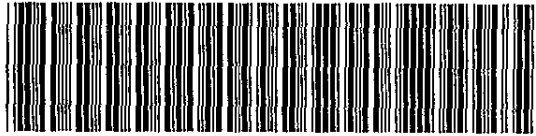
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.L. 11/18

ARTICLES OF INCORPORATION

OF

COMMUNITY ADVANCEMENT CORPORATION

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be COMMUNITY ADVANCEMENT CORPORATION.

ARTICLE II

PURPOSE

This corporation shall be a community development corporation with the specific purpose of encouraging, promoting and developing the Wahneta Community located in Polk County, Florida. The corporation is organized exclusively for charitable, religious, educational and scientific purposes, 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.

ARTICLE III

MEMBERSHIP

Membership in the corporation shall be open only to those individuals who are elected by the Board of Directors. The manner of members' admission shall be regulated by the By-Laws.

ARTICLE IV

DIRECTORS

4.1 The affairs of the corporation will be managed by a Board of Directors consisting of the number of directors determined by the By-Laws, but not less than three (3) directors and, in the absence of such determination, shall consist of the three (3) directors. Additional directors may be elected upon 100% approval by the Board of Directors.

4.2 A director may be removed by a vote of no less than two-thirds of the Board of Directors.

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4.3 The terms of the Board of Directors shall be a period of one year.

4.4 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Norman Cox, Clara R. Cox, John Dunn and Mike Mcleod

ARTICLE V

INDEMNIFICATION

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party or in which he or she may become involved by reason of being or having been a director or officer and is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties; provided, that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director officer may be entitled.

ARTICLE VI

BY-LAWS

The first By-Laws of the corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE VII

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

7.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

7.2 A resolution for the adoption of a proposed amendment may be proposed by the Board of Directors of the corporation. Directors not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than 66-2/3% of the Board of Directors.

7.3 A copy of each amendment shall be certified by the Secretary of State and filed with the Secretary of State of the State of Florida.

ARTICLE VIII

TERM

The term of the corporation shall be perpetual.

ARTICLE IX

EARNINGS AND ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the 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 Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE X

DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

ARTICLE XI

None of the income, principal or assets of any kind shall be paid, used or distributed to any political campaign fund or for any political purpose.

STATE OF FLORIDA
OFFICE OF THE SECRETARY OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors

In pursuant of Chapter 47.34, Florida Statutes, the following is submitted in compliance with said Act:

That COMMUNITY ADVANCEMENT CORPORATION, a corporation duly organized and existing under the laws of the State of Florida, with its principal place of business at 1664 Rifle Range Road, Wahneta, Winter Haven, FL 33883, and its mailing address at Post Office Box 2963, Winter Haven, FL 33883, has named NORMAN COX as its agent to accept service of process within this State.

<u>OFFICERS</u>	<u>ADDRESS</u>
President: Norman Cox	P. O. Box 2963 Winter Haven, FL 33883
Vice President: Clara R. Cox	P. O. Box 2963 Winter Haven, FL 33883
Treasurer: John Dunn	P. O. Box 2963 Winter Haven, FL 33883
Secretary: Mike Mcleod	P. O. Box 2963 Winter Haven, FL 33883

<u>DIRECTORS</u>	<u>ADDRESS</u>
Norman Cox	P. O. Box 2963 Winter Haven, FL 33883
Clara R. Cox	P. O. Box 2963 Winter Haven, FL 33883
John Dunn	P. O. Box 2963 Winter Haven, FL 33883
Mike Mcleod	P. O. Box 2963 Winter Haven, FL 33883

COMMUNITY ADVANCEMENT CORPORATION

BY: 
NORMAN COX

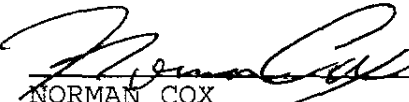
ARTICLE XII

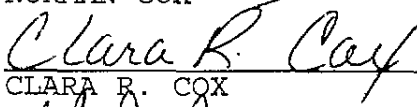
SUBSCRIBERS


The incorporators to these Articles of Incorporation shall be:


Norman Cox, Clara R. Cox, John Dunn and Mike Mcleod

IN WITNESS WHEREOF, the incorporators have affixed their signature this 11th day of November, 2004.



NORMAN COX


CLARA R. COX


JOHN DUNN


MIKE MCLEOD

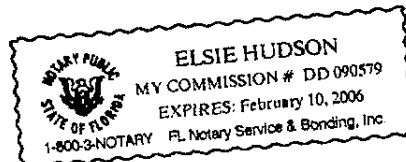
STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, on this 29 day of September, 2004, personally appeared NORMAN COX, to me known to be the incorporator described in the foregoing Articles of Incorporation of COMMUNITY ADVANCEMENT CORPORATION, and acknowledged the same, and after being by me first duly cautioned and sworn, upon his oath, deposes and says that it is intended in good faith to carry out the purposes and objects set forth herein.

S E A L

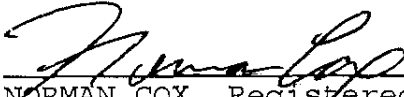


NOTARY PUBLIC



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 provision of said Act to keep open said office.

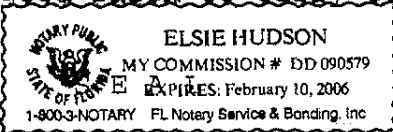


NORMAN COX, Registered Agent

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STATE OF FLORIDA
COUNTY OF POLK

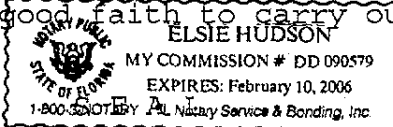
Before me, the undersigned authority, on this 11th
day of November, 2004, personally appeared CLARA R. COX, to me
known to be the incorporator described in the foregoing Articles of
Incorporation of COMMUNITY ADVANCEMENT CORPORATION, and
acknowledged the same, and after being by me first duly cautioned
and sworn, upon his oath, deposes and says that it is intended in
good faith to carry out the purposes and objects set forth herein.



Elsie Hudson
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, on this 11th
day of November, 2004, personally appeared JOHN DUNN, to me known
to be the incorporator described in the foregoing Articles of
Incorporation of COMMUNITY ADVANCEMENT CORPORATION, and
acknowledged the same, and after being by me first duly cautioned
and sworn, upon his oath, deposes and says that it is intended in
good faith to carry out the purposes and objects set forth herein.



Elsie Hudson
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, on this 30th
day of September, 2004, personally appeared MIKE MCLEOD, to me
known to be the incorporator described in the foregoing Articles of
Incorporation of COMMUNITY ADVANCEMENT CORPORATION, and
acknowledged the same, and after being by me first duly cautioned
and sworn, upon his oath, deposes and says that it is intended in
good faith to carry out the purposes and objects set forth herein.

S E A L

Elsie Hudson
NOTARY PUBLIC

