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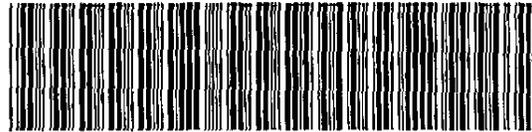
(Business Entity Name)

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SECRETARY OF STATE  
HARRISBURG, PENNSYLVANIA

C.F. 1-24

**TRANSMITTAL LETTER**

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

**SUBJECT:** Florida Redevelopment Assistance, 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:** DAVID E. CARDWELL  
Name (Printed or typed)

8815 CONROY WINDERMERE Rd. #336  
Address

ORLANDO, FL 32835  
City, State & Zip

407-876-6945  
Daytime Telephone number

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

05 JUN 19 PM 3:34  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation  
of

**Florida Redevelopment Assistance, Inc.**  
A Florida Not for Profit Corporation

The undersigned person, acting as incorporator of a corporation not for profit under the Florida Not for Profit Corporation Act, as set forth in Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**Article I — Name**

The name of the corporation is **FLORIDA REDEVELOPMENT ASSISTANCE, INC.**

**Article II — Principal Address**

The initial principal address of the corporation shall be c/o The Cardwell Law Firm, 8815 Conroy Windermere Road, #336, Orlando, FL 32835

**Article III — Purpose**

The corporation is organized to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue code or laws) and more specifically:

- (a) To promote the redevelopment and use of Florida's urban redevelopment areas;
- (b) To take remedial actions to eliminate the physical, economic and social deterioration of Florida's urban redevelopment areas;
- (c) To disseminate information of and promote interest in the redevelopment of Florida's urban redevelopment areas;
- (d) To hold meetings, seminars and other activities for the instruction at members and the public in those activities such as building rehabilitation and design, economic restructuring and planning arrangements that foster the preservation of Florida's urban redevelopment areas;
- (e) To aid, work with and participate in the activities of other organizations, individuals and public and private entities located within and outside Florida engaged in similar purposes;

- (f) To solicit and receive and administer funds for educational purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, either absolutely or jointly with another individual or person of any organizational entity, any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount of value: to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as, in the judgment of the corporation's board of directors, will best promote the purposes of the corporation without limitation, except such limitation, if any as may be contained in the instrument under which such property is received, the bylaws of the corporation, or any laws applicable thereto.

In addition, in furtherance but not in limitation thereof:

The corporation shall not attempt to influence legislation except as an insubstantial part of its activities. The corporation shall not engage in any transaction or permit any act or omission which shall operate to deprive it of its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code. The corporation shall not in any manner or to any extent participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, nor shall it engage in any "prohibited transaction" as defined in Section 503(b) of the Internal Revenue Code of 1986. In the event of dissolution or liquidation of this corporation, any assets then remaining shall be distributed among such other organizations as shall qualify at the time as exempt organizations described in Section 501(c)(3) of the Internal Revenue Code as the Board of Directors shall determine, such assets to be used for purposes consistent with those described in the immediately preceding subparagraphs (a) through (f).

Notwithstanding any other provision of these articles of incorporation, this corporation shall not engage in any activities not permitted to be engaged in by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue code or laws.

No part of the net earnings of the corporation shall inure to the benefit of any member of the corporation or other private individual except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered on its behalf. None of the property of the corporation, including any funds, shall be distributed directly or indirectly to any member of the corporation except in fulfillment of its charitable and educational purposes.

The corporation also has such powers as are now or may hereafter be granted under the laws of the State of Florida that are in furtherance of the corporation's exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code or laws.

#### Article IV—Manner of Election

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be set forth in the bylaws but shall not be less than the minimum number required by state law and, initially, shall be four (4). The term of office and manner of selecting and removing Directors shall be set forth in the bylaws

#### Article V — Board of Directors

The initial member of the Board of Directors of the corporation shall be:

T. Neil Fritz  
2600 Hollywood Blvd.  
Suite 422  
Hollywood, FL 33022-9045

Chris Brown  
75 N.W. 6<sup>th</sup> Avenue  
Suite 215  
Delray Beach, FL 33483

Gail Hamilton  
320 E. Monument Avenue  
Kissimmee, FL 34741

Jeff Oris  
2151 W. Hillsboro Blvd.  
Suite 301  
Deerfield Beach, FL 33442

Marilyn Larson  
PO Box 10893  
Tallahassee, FL 32302

Al Battle, Jr  
220 E. Bay Street  
Suite 1400  
Jacksonville, FL 32202

Kim Jackson Briesemeister  
200 Second Street  
5<sup>th</sup> Floor  
West Palm Beach, FL 33402

Kurt Easton  
1000 S. Atlantic Avenue  
Cocoa Beach, FL 32931

Robert Franke  
100 North US 1  
Fort Pierce, FL 34954

Dennis Haynes  
1400 Alabama Avenue  
West Palm Beach, FL 33401

Jim Hitt  
120 E. Main Street  
Apopka, FL 32703

Michael Parker  
300 S. Adams Street  
Tallahassee, FL 32301

J. Gary Rogers  
4300 N.W. 36<sup>th</sup> Street  
Lauderdale Lakes, FL 33319

Paul Rutledge  
1814 Woodward Street  
Orlando, FL 32803

Richard Sala  
701 S.W. 71<sup>st</sup> Avenue  
North Lauderdale, FL 33068-2395

Joyce Sellen  
City Hall, 6th Floor  
400 South Orange Avenue  
Orlando, FL 32801

Karen Slevin  
306 NE 6<sup>th</sup> Avenue  
Gainesville, FL 32601

Doris Tillman  
210 S. Depot Drive  
Fort Pierce, FL 34950

Ronald Barton  
One Progress Plaza  
Suite 500  
St. Petersburg, FL 33701

#### **Article VI — Initial Registered Agent and Street Address**

The initial registered agent of the corporation is David E. Cardwell, whose street address of the initial registered office of the corporation is 8815 Conroy Windermere Road, #336, Orlando, FL 32835.

#### **Article VII— Incorporator**

The name and address of the incorporator is:

Name:	Address:
David E. Cardwell	8815 Conroy Windermere Road #336 Orlando, FL 32835

#### **Article VIII- Effective Date**

Corporate existence shall begin upon the filing of these Articles of Incorporation with the Division of Corporations of the Department of State of the State of Florida.

#### **Article IX — Meetings**

Board of Directors meetings shall be held at a time and place specified by the President, or at such place or places as the Board of Directors may designate from time to time.

#### **Article X — Action Without Meeting**

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the Board of Directors

shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Board of Directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation of this corporation authorize the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

#### **Article XI — Membership**

The Corporation is organized upon a nonstock basis as defined in Section 617.011, Florida Statutes. Qualifications for membership shall be set forth in the bylaws.

#### **Article XII — Officers**

The corporation shall have the following officers: President, Vice President, Secretary, Treasurer and such other officers as the bylaws of this corporation may authorize. The qualifications, duties, method of selection and term of office for each officer shall be as set forth in the bylaws.

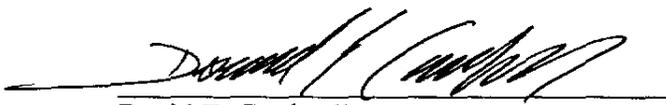
#### **Article XIII — Bylaws**

The bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, in accordance with the procedure set forth in the bylaws. Until bylaws shall be adopted providing for an alternative procedure, such action may be by a resolution of the Board of Directors.

#### **Article XIV — Amendments**

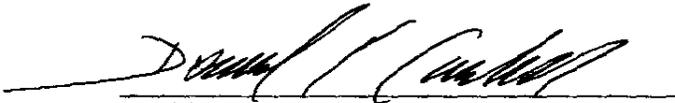
These articles of incorporation may be amended by affirmative vote of two thirds of the total membership of the Board of Directors or, alternatively, as provided by law.

The undersigned natural person, being the incorporator of this corporation for the purpose of formation of this not for profit corporation under the Laws of Florida, have executed these articles of incorporation as of January 22, 2005.

  
David E. Cardwell

**Acceptance of Registered Agent Designated in Articles of Incorporation**

David E. Cardwell, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
David E. Cardwell

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05 JAN 19 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA