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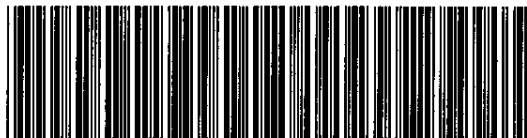
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TALLAHASSEE, FLORIDA

J. [Signature] MAR 05 2007

NO7-8005

**GREATER POLK COUNTY AFRICAN-AMERICAN
CHAMBER OF COMMERCE, INC.
7939 BENJAMIN DRIVE
LAKELAND, POLK COUNTY, FLORIDA 33810-5140
(863) 816-8624**

**ARTICLES OF INCORPORATION
A Florida Nonprofit Incorporation**

The Undersigned, majorities of whom are citizens of the United States,
desiring to form a Non-Profit Public Benefit Corporation under the Non-
Profit Corporation Public Benefit Law of the State of Florida,
do hereby certify:

**ARTICLE I - Name of Corporation: GREATER POLK COUNTY
AFRICAN-AMERICAN CHAMBER OF COMMERCE, INC.**

The name of the Corporation shall be as follows: **GREATER POLK
COUNTY AFRICAN-AMERICAN CHAMBER OF COMMERCE
INC.**

ARTICLE II - Location of Principal Office

- The place in this state where the principal office of the Incorporation shall be located 7938 Benjamin Drive, Lakeland, Polk County, Florida 33810-5140.

ARTICLE III - Purpose

This Corporation, **GREATER POLK COUNTY AFRICAN-AMERICAN
CHAMBER OF COMMERCE, INC.**, is a Non-Profit Public Benefit and
is not organized for the private gain of any person. The Corporation is
organized under the Non-Profit Public Benefit Corporation Law, which is
organized exclusively for Charitable, Religious, and Educational Purposes.
The purpose of the Chamber shall be to teach capitalism and expand access
to capitalization, technical support, procurement opportunities, effective

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networking, and sharing of information for Black owned businesses and other minority owned businesses as well as the African descendent community as a whole. The main vehicle of disseminating information concerning this purpose is through the Black Chamber located throughout the State of Florida and the entire Black Diaspora and via mass marketing. The activities are driven by a strategic plan. The Chamber is nonprofit, nonpartisan and nonsectarian and abides by the rules set forth as an exempt Corporation under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. This Corporation will have the powers as may be stated in its

Articles of Incorporation, and such powers as are adopted or may be granted hereafter by law.

The Greater Polk County African-American Chamber of Commerce, Inc., concept is keeping with the State of Florida Cornerstone Economic and Community Development Program and the Faith Based Initiative Programs, proposed by President George W. Bush. This is a tremendous opportunity for this Chamber to serve the Social-Economic depressed area of The State of Florida especially for Economic Development in the community. Our objective is to have a positive affect within the state by assisting to make available the various programs to each participant to enhance their ability to become productivity and self-sufficient citizens in their community.

THE GREATER POLK COUNTY AFRICAN-AMERICAN CHAMBER OF COMMERCE, INC., areas of interest are including, but are not limited to, the following;

1. Urban and Rural Community and Business Development Programs
2. Family Social-Economic Development Programs
3. Enterprise Zones, HUB Zones, Redevelopment Districts, Front Porch Area.
4. Federal/State/Corporate Block Grants
5. Community Enterprise Investment Programs
6. National Black Chamber, Southern Christian Leadership Conference, National Association for the Advancement of Colored People, Christian Community Development Association, and the Florida Chamber of Commerce.
7. Churches with Community Development Initiatives

8. Youth-At-Risk Programs, e.g. Teenage Pregnancy, Literacy Programs, Tutoring Programs, Drug Prevention Counseling, Substance Abuse Awareness, Prison Ministries, and Employment Assistance.
9. Educational Institutions, especially, Community Colleges and Trade Schools.
10. Incubator/Indoor Flea Market/Thrift Store /Produce Market Programs
11. Traditional Trade Apprenticeship Programs.
12. General Contractor Training.
13. Stewardship Bible Studies and Ministerial Counseling.
14. Minority Homeownership Improvement Program, Low Income to Low to Moderate Income Housing Program, Temporary Shelter, Land and Building Acquisitions.
15. Commercial Business Development and Relocation.
16. Development of relationship with Junior Achievement, Big Brothers and Big Sisters, Boys Scouts, United Way, and the Boys & Girls Club.
17. Establishment of a Credit Union or Bank to support Churches and Black Business Owners.
18. Development of Wealth in the Urban Core.
19. African American Cultural Tourism and Museum Development.
20. Eliminating the Technology Divide.
21. Elderly Care, Assisted Living Facility, Child-Care Programs.
22. Health Issues that affect the poor and Disable.
23. Economic and Taxation Distribution.

Land and Building Acquisitions

Land and Building Acquisitions to be include, but is not limited to low-cost Affordable Housing for the Low Income to Low to Moderate Income Individuals for Affordable Housing, Land, Building and Structures for the varies Programs if the need for such acquisitions are required, for the implementation of these Programs by this Corporation.

- A. To expand opportunities available to said residents and groups to obtain adequate, low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing and/or facilities for persons and families of very low income, low-income to moderate income who otherwise would not be able to find or afford a suitable place to live. It is the purpose of the Corporation thereby to relieve the poor, distressed, underprivileged and indigent by enabling them to secure the basic human needs of decent shelter and to this

lessen the burden of government and promote the social welfare. To provide such housing through land acquisition, production of affordable housing, rehabilitation of existing substandard building and construction of new facilities in the place of blighted structures or blighted vacant sites for the purpose of combating the deterioration of the community and contributing to it's physical improvement and other programs to aid those in need including for such purposes, the making of distribution to organizations that qualify as exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All members and associates of The Greater Polk County African-American Chamber of Commerce, Inc., would be required to serve on a committee or in a department for the varies programs eliminating under this Corporation to assist the needs of the community as a whole including the varies programs for such purposes, the making of distribution to organizations that qualify as exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - Duration of Corporation

The term of existence of this Corporation is perpetual.

ARTICLE V – Classes of Members

MEMBERSHIP:

ARTICLE VI – Registered Office and Agent

The address of the initial Register Office of the Corporation is located at 7938 Benjamin Drive, Lakeland, Polk County, Florida 33810-5140. The name of the initial Register Agent of the Corporation is Doris Moore Bailey. I, Doris Moore Bailey, hereby accept the responsibility of being the Registered Agent of Records for **GREATER POLK COUNTY AFRICAN-AMERICAN CHAMBER OF COMMERCE, INC.**, Lakeland, Polk County, Florida.


Doris Moore Bailey, Registered Agent

ARTICLE VII – Election of Board of Directors

The Initial Board of Directors shall consist of at least Three (3) and not more than Nine (9) members of the Board of Directors. The existing Board of Directors shall elect or appoint any members of this Board by a two-third major vote, and The Board of Directors shall appoint any and all Directors.

ARTICLE VIII – Change in Number of Board of Directors

A change in the number of Board of Directors of the Corporation shall be made only by Amendment to these Articles of Incorporation.

ARTICLE IX

The Names and addresses of the persons that are the initial Board of Directors of this Corporation are as follows:

- 1. Doris Moore Bailey, President/CEO/Incorporator**
7938 Benjamin Drive
Lakeland, Florida 33810
- 2. Theodis Preston, Vice-President**
P. O. Box 805, Suite 23
Lakeland, Florida 33815
- 3. John Anthony, Secretary**
P. O. Box 805, Suite 21
Lakeland, Florida 33815
- 4. Luis Melendez, Treasurer**
925 West Lake Lure Loop
Lakeland, Florida 33815-0000

ARTICLE X - No Benefit to Private Persons or Political Activity

No part of the net earnings of the Corporation shall inure to the benefit of, or be attributable to its members, trustees, directors, 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 III 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of 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 the corresponding section of any future federal tax code. "Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree engage in an activities or exercise any powers that are not in furtherance of the purposes of the Corporation or by a Corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code."

ARTICLE XI – Internal Affairs

The Internal Affairs of the Corporation shall be governed in accordance with the By-laws of this Corporation.

ARTICLE XII – Dissolution of Corporation

Upon the dissolution of the 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 designated successor exclusively for the purposes of the Corporation in which it was organized, or to such organization or organizations organized and operated exclusively for Charitable, Educational, or Religious purposes as shall qualify as an exempt Corporation under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 10th day of February, 2007. Stating that we members of the Board of Directors have read, approved, and adopted these Articles of Incorporation.

STATE OF FLORIDA
COUNTY OF POLK

I, Ambrose E. Austin, a Notary Public, hereby certify that Doris Moore Bailey, whose name is signed to the foregoing Articles of Incorporation, _____, acknowledged before me on this 10th day of February, 2007. Doris Moore Bailey has adopted the contents of the Articles of Incorporation voluntarily on this 10th day of February, 2007.

Doris Moore Bailey
DORIS MOORE BAILEY

Given under my hand and seal this 10th day of February, 2007.



AMBROSE E. AUSTIN
MY COMMISSION # DO 550620
EXPIRES: June 4, 2010
Bonded Three Budget Notary Services

Ambrose E. Austin
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF POLK

I, Ambrose E. Austin, a Notary Public, hereby certify that Theodis Preston, whose name is signed to the foregoing Articles of Incorporation, acknowledged before me on this 10th day of February, 2007. Theodis Preston has adopted the contents of the Articles of Incorporation voluntarily on this 10th day of February, 2007.

Theodis Preston
THEODIS PRESTON

Given under my hand and seal this 10th day of February, 2007.



AMBROSE E. AUSTIN
MY COMMISSION # DO 550620
EXPIRES: June 4, 2010
Bonded Three Budget Notary Services

Ambrose E. Austin
Notary Public

NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF POLK

I, Ambrose E. Austin a Notary Public, hereby certify that John Anthony, whose name is signed to the foregoing Articles of Incorporation, acknowledged before me on this 10th day of February, 2007. John Anthony has adopted the contents of the Articles of Incorporation voluntarily on this 10th day of February, 2007.

John Anthony
JOHN ANTHONY

Given under my hand and seal this 10th day of February, 2007.



AMBROSE E. AUSTIN
MY COMMISSION # 00 58020
EXPIRES: June 4, 2010
Bonded Three Hundred Twenty Dollars

Ambrose E. Austin
NOTARY PUBLIC

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF POLK

I, Ambrose E. Austin a Notary Public, hereby certify that Luis Melendez, whose name is signed to the foregoing Articles of Incorporation, acknowledged before me on this day of February, 2007. Luis Melendez has adopted the contents of the Articles of Incorporation voluntarily on this 10th day of February, 2007.

Luis Melendez
LUIS MELENDEZ

Given under my hand and seal this 10th day of FEBRUARY, 2007.

Members:



AMBROSE E. AUSTIN
MY COMMISSION # 00 58020
EXPIRES: June 4, 2010
Bonded Three Hundred Twenty Dollars

Ambrose E. Austin
Notary Public