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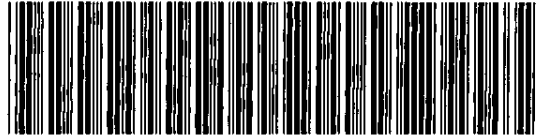
(Business Entity Name)

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09 JAN 12 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

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

SUBJECT: Kingdom Visionary Builders CDC, 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: DR. YVONNE L. CARTER  
Name (Printed or typed)

570 N.E. 38<sup>th</sup> Street  
Address

Pompano Bch. Fl. 33064  
City, State & Zip

954-783-6658  
Daytime Telephone number

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

**Articles of Incorporation  
For  
Kingdom Visionary Builders CDC, Inc.**

09 JAN 12 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**FILED**

The undersigned subscriber to the Articles of Incorporation is a natural person competent and authorized to these articles of incorporation for Kingdom Visionary Builders CDC, Inc., a non-profit Corporation under chapter 617 of Florida statutes.

**Article 1- Name**

The name of the Corporation is Kingdom Visionary Builders CDC, Inc. (hereinafter "Corporation").

**Article 2- Purpose of the Corporation**

This Corporation is organized exclusively for educational, charitable, religious, and scientific purpose, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(C) (3) of the Internal Revenue code or the corresponding section of any future tax code.

The special and primary purpose for which this corporation is to support and advance the affordable housing development, economic development and community building strategies, and to build the power of low and moderate income people to achieve greater economic and social empowerment.

We are a nonprofit Community Development Corporation company community based and grassroots oriented. We help in every aspect of the community from the homeless to food programs to small business concerns. We work with corporations to help us meet the need of at-risk and under privilege. Workforce development and job training. We also offer anger management classes and parenting classes. We are committed to making a stronger city and safe community.

To provide a Family Counseling Program to help with the prevention of Drugs and Alcohol Abuse. Credit Counseling, First Time Home Buyer Programs, Financial Education, Aids Awareness & Education, Humanitarian Assistance, Disaster Relief, Children and Teen Programs, Child Care, Clothing Closets. Our focus is on the cause of the problem and we work hands on to make the difference.

### **Article 3- Prohibitions**

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, Board of Directors, Officers, or other private person, 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 second hereof.

No substantial part of the activities of the Corporation shall be 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, 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 the 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 the corresponding section of any future federal tax code.

### **Article 4- Capital Stock**

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

### **Article 5- Qualification of Members and Manner of their Admission**

The categories of membership, qualification for membership and the manner of Admission shall be as forth in and regulated by the Bylaws of the Corporation.

### **Article 6- Voting Rights**

Members of the Corporation will have voting rights as provided in the Bylaws of the Corporation.

### **Article 7- Limitation of Corporate Powers**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statues.

## **Article 8- Term of Existence**

The corporation shall have perpetual existence.

## **Article 9- Manner of Election of Directors**

The Directors of the Corporation shall be elected by a majority vote of the members of the Corporation. Except for the President/CEO (Chief Executive Officer), all Officers of the Corporation shall be appointed annually by a majority vote of the Board of Directors/Trustees. The President/CEO perpetually, as further described by the Bylaws.

## **Article 10- Officers**

The officers of the Corporation shall consist of the following positions:

President/CEO  
Vice President  
Secretary  
Treasurer  
Auditor  
Legal Counsel/Advisor

## **Article 11- The Names of the Officers who are to serve until the First Election under the Articles of Incorporation**

The name of the individuals who are to serve as officers until the first election under the Articles of Incorporation are as follows:

President: Dr. Yvonne L. Carter  
Vice President: Jeanette Kearney  
Secretary: Arthur F. Wilson  
Treasurer: Shawnece L. Carter

## **Article 12- Board of Trustees/Directors**

This Corporation shall have no less than three trustees/directors, and the number of Trustees/Directors may be increased, as provided by the Bylaws, but never decrease to a number less than three trustees/directors. The names and addresses of the persons who are

to serve as members of the Board of Directors until the first election under the Articles of Incorporation are as follow:

1. President: Dr. Yvonne L. Carter, 510 N E 38<sup>th</sup> Street, Pompano Bch., Fl. 33064
2. Vice President: Jeanette Kearney, P. O. Box 1008 Little Rock, Ar. 72203
3. Treasurer: Shawnece L. Carter, 510 N E 38th St. Pompano Beach, Fl. 33064
4. Secretary: Arthur F. Wilson, 510 N E 38<sup>th</sup> St. Pompano Beach, Fl. 33064

### **Article 13- Liabilities for Debts**

Neither the members nor the members of the Board of Trustees/Directors or Officers of the Corporation shall be liable for the debts of the Corporation.

### **Article 14- Indemnification**

The Corporation shall indemnify a director/trustee or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any. Proceeding to which the director or officer was a party because the director/trustee or officer or was a director/trustee or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a processing because the individual is or was a director, trustee, officer, employee or agent of the Corporation against liability if authorized in the special case after determination, in the manner required by the Board of Directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, trustee, officer, employee or agent has met the standard of conduct set forth the board of directors. The indemnification and advancement of attorney fees and expenses for directors, trustees, officers, employees, and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, trustee, officer, employee or agent of the Corporation, as the case may be a director, officer, partner, trustee, employee, or agent of another Foreign or Domestic Corporation, partnership, joint venture, trusts, employee benefits plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, trustee, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contain in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a trustee, director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If

any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director," "trustee," "officer," "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representative of such person.

### **Article 15- Amendment to the Articles of Incorporation**

Except for Article 9 of these Articles of Incorporation, the Corporation may amend any of the articles in the Articles of Incorporation may be amended in the manner provided in the Bylaws. Each amendment shall be approved by the Board of Trustees/Directors, proposed by them to the Members, and approved at a Members meeting by a majority vote of the Members, unless all the Trustees/Directors, and all the Members sign a written statement manifesting their intention that certain Amendment of these Articles of Incorporation is made.

### **Article 16- Amendment of By-laws**

This Corporation shall have the right and power to enact by-laws not repugnant to this chapter and the further right and power to alter, amend or rescind it upon previous notice of intention to alter, amend, or rescind the same being given for such length of time as may be prescribed by the Bylaws, Rules or regulations of this Corporation, including the manner or procedure thereof, at any Business meeting or at any Special meeting called for that purpose.

### **Articles 17- Principle Office**

The address of the principal office of this Corporation is 510 N E 38<sup>th</sup> Street, Pompano Beach, Fl. 33064 and mailing address is the same.

### **Article 18- Registered office and registered agent**

The initial address of the registered office of this Corporation is located 510 N E 38<sup>th</sup> Street, Pompano Beach, Fl, 33064. The name and address of the registered agent of this Corporation is Dr. Yvonne L. Carter, whose address is the same as above.

**Article 19- Incorporator**

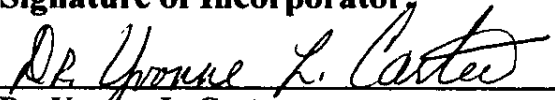
The name and street address of the Incorporator for these Article of Incorporation of this Corporation is Dr. Yvonne L. Carter, 510 N E 38<sup>th</sup> Street, Pompano Beach, Fl. 33064

**Article 20- Dissolution**

Upon dissolution of Corporation, assets shall be distributed for one or more exempt purposed within the meaning of section 501(C) (3) of Internal Revenue Code or the corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

The under sign incorporator has executed these Articles of Incorporation this 9 day of December 2008.


**Signature of Incorporator:**

  
Dr. Yvonne L. Carter

FILED  
09 JAN 12 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Dr. Yvonne L. Carter, having a business office the same registered office of , Dr. Yvonne L. Carter, Inc. the Corporation name above is the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligation of the position of Registered Agent under Section 617.0501, Florida Statues.

  
Dr. Yvonne L. Carter