

N95000000625

September _____, 1994
Jan. 30, 1995

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-02/07/95 - 010.25 - 007
*****70.00 *****70.00

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

RE: Incorporation by The Delray Beach Center for Technology, Enterprise & Development ("The TED Center") of The TED Center's Neighborhood Association, Inc. (the "Corporation")

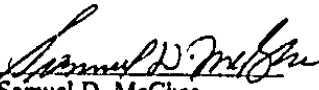
Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation and Acceptance of Registered Agent for the above-referenced Corporation along with The TED Center's check # 1013 in the amount of \$70.00. Kindly return a stamped copy of the Articles and Registered Agent Acceptance to the undersigned in the enclosed self-addressed stamped envelope.

Thank you for your assistance.

Very truly yours,

The TED Center

By: 
Samuel D. McGhee

Its: President

T.E.D. CENTER
807 E. LANTIC AVENUE
DELRAY BEACH, FL 33444

FILED
95 FEB -6 PM 2:00
SECRETARY OF STATE
TALLAHASSEE

B. REGISTERED FEB 8 1995

FILED

95 FEB -6 10 2 00

SECRETARY
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE TED CENTER'S NEIGHBORHOOD ASSOCIATION, INC.
(A NOT-FOR-PROFIT CORPORATION)**

I, the undersigned, with other persons being desirous of forming a not-for-profit corporation, under provisions of Chapter 617 of the Florida Statutes, do adopt the following Articles of Incorporation

ARTICLE I

The name of this corporation shall be:

THE TED CENTER'S NEIGHBORHOOD ASSOCIATION, INC.

The address of the principal office of this corporation shall be 400B West Atlantic Avenue, Delray Beach, Florida 33444 and the mailing address of the corporation shall be the same.

ARTICLE II

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida, shall be to form and operate a homeowners association and to conduct any and all lawful business incident thereto. However, 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 the corresponding section of any future Federal Tax codes.

The corporation is formed to promote, in a collective means through the formation of a homeowner's association, the economic and social development of underprivileged residents of Delray Beach and, more specifically:

- (1) To preserve, protect, and maintain housing stock (as defined under section 163-340(7) of Florida Statutes) in the Delray Beach area (The "Target Area");
- (2) To provide education, job opportunities and general economic development to upgrade the "Target Area";
- (3) To take remedial actions to eliminate conditions of slum and blight by improving the economic physical and social deterioration of the "Target Area," thereby lessening the burdens of local government and contributing to community betterment;
- (4) To stimulate public and private investments in the "Target Area";
- (5) To expand the opportunities to obtain adequate low cost housing accommodation for low and moderate income residents;
- (6) To expand the opportunities available to homeowners in the "Target Area" and to other underprivileged groups to own, manage, and operate business enterprises by furthering the development of locally owned or operated business enterprises in economically underprivileged or depressed areas, to assist said homeowners and groups in developing the entrepreneurial and management skills necessary for the successful operation of business enterprise; to provide financial support for the successful operation of

business enterprise by said homeowners and groups and to assist said homeowners and groups in obtaining financial support from other sources

(7) To participate in the S B A loan program under Section 502 503 and in other applicable programs of the Small Business Administration Act of 1959 as amended or any other applicable loan/funding program(s), and to participate in any grant programs available to the corporation

(8) To aid, support and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific literary or educational purposes, no part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation

(9) To disseminate information and hold meetings, seminars, and other activities for the education and instruction of homeowners and the public in those activities which include but are not limited to planning and financial management, economic structuring, building and landscape design, rehabilitation and architecture and owning and operating businesses

In addition and, in furtherance but not in limitation thereof

The corporation shall not carry on propaganda or otherwise 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 that shall operate to deprive it of its tax-exempt status under section 501(c)(3) of the 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 the corporation, any assets then remaining shall be distributed among such other organizations described in Code Section 501(c)(3) as the Board of Directors shall determine, such assets to be used for purposes consistent with those described in the immediately preceding subparagraphs numbered (1) - (9).

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 herein. None of the property of the corporation shall be distributed directly or indirectly to any member of the corporation except in fulfillment of its charitable and educational purposes enumerated herein.

The corporation also has such powers as are now or may hereafter be granted under the laws 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 nay future federal Tax codes

ARTICLE III

The manner in which the directors are to be elected or appointed is as stated in the Bylaws

ARTICLE IV

The name and street address of the Incorporator of these Articles of Incorporation are

Samuel D McGhee
400-B West Atlantic Avenue
Delray Beach, Florida 33444
(Palm Beach County)

ARTICLE V

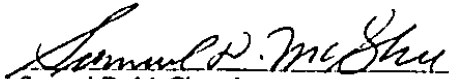
This corporation is to exist perpetually

ARTICLE VI

The name and street address of the initial Registered Agent of the corporation shall be

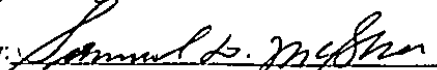
Samuel D. McGhee
400B West Atlantic Avenue
Delray Beach, Florida 33444
(Palm Beach County)

The undersigned incorporator, Samuel D. McGhee, has executed these Articles of Incorporation this 30 day of JAN, 1995


Samuel D. McGhee, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

Samuel D. McGhee, having been named to accept service of process for the above-named corporation, at the place designated 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 of the Florida Statutes.

By: 
Samuel D. McGhee, Registered Agent

Date 1/30/95

FILED

95 FEB -6 PM 2:00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 DEC 26 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # N95000000625

1 Corporation Name
THE TED CENTER'S NEIGHBORHOOD ASSOCIATION, INC.



REINSTATEMENT 96 1230/96

Principal Place of Business Mailing Address
4008 W ATLANTIC AVENUE
DELRAY BEACH FL 33444
4008 W ATLANTIC AVENUE
DELRAY BEACH FL 33444

If above addresses are incorrect in any way, line through incorrect information and enter correction below

2 New Principal Office Address, if Applicable
24 N Swinton Avenue
Suite, Apt. #, etc.
City & State
Delray Beach, Florida
Zip
Florida Palm Beach
Country
USA

4. Date Incorporated or Qualified To Do Business in Florida 02/06/1995
5. FEI Number Applied for
6. CERTIFICATE OF STATUS DESIRED \$8.75 Additional Fee required for a Certificate of Status

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
Pres	James Butler <i>DIR</i>	232 NW 5th Avenue	Delray Beach, FL 33444
VP	James Dildy, Sr <i>DIR</i>	704 SW 3rd Avenue	Delray Beach, FL 33444
Co-Treas	Tina Negron <i>DIR</i>	214 NW 13th Avenue	Delray Beach, FL 33444
Co-Treas	Mavis Allen <i>DIR</i>	226 NW 5th Avenue	Delray Beach, FL 33444
Sec'ty	Kathy Butler <i>DIR</i>	232 NW 5th Avenue	Delray Beach, FL 33444
Dir	Carole Jones <i>DIR</i>	314 NW 3rd Avenue	Delray Beach, FL 33444

6. Name and Address of Current Registered Agent
MCGHEE, SAMUEL 0700002045847--0
4008 W ATLANTIC AVENUE -01/03/97--01168--009
DELRAY BEACH FL 33444 ***245.00 ***245.00

8. Name and Address of New Registered Agent
Name Sherry Johnson
Street Address (P.O. Box Number is Not Acceptable) 24 North Swinton Avenue
Suite, Apt. #, Etc.
City Delray Beach, State FL Zip Code 33444

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0605, F.S.
Signature of Registered Agent *Sherry Johnson* REGISTERED AGENT MUST SIGN Date Oct 18, 1996

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No (See other side for information on intangible tax.)

12 I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: *James Butler* James Butler, President 10/18/96 561-279-9953
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #