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February 9, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200001712792
-02/13/96--01002--020
****122.50 ****122.50

Re: The Westside Organization for Revitalization and Development, Inc.

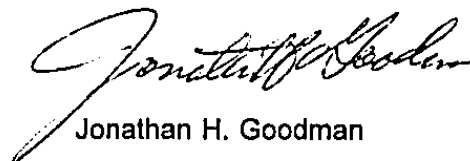
Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Incorporation on the above-named corporation, together with a check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
	<u>\$122.50</u>

I would appreciate your filing the enclosed at your earliest convenience and sending me a certified copy of same.

Very truly yours,


Jonathan H. Goodman

JHG/gb
Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
THE WESTSIDE ORGANIZATION FOR REVITALIZATION
AND DEVELOPMENT, INC.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under the laws of the State of Florida.

ARTICLE I.

The name of the corporation shall be The Westside Organization for Revitalization and Development, Inc.

ARTICLE II.

The street address of the corporation is 6011-8 103rd Street, Jacksonville, Florida 32210 and the mailing address is the same.

ARTICLE III.

This corporation is organized for the purpose of being an organization dedicated to the improvement, preservation and business development for the area encompassing Duval County and surrounding area with concentration to the westside of Jacksonville and any other lawful purpose for which corporations not for profit are incorporated under the laws of the State of Florida.

ARTICLE IV.

The method of election of directors shall be as stated in the corporate by-laws.

ARTICLE V.

The street address of the corporation's initial registered office and the name of its initial registered agent at that address is Jonathan H. Goodman, Esq., 1377 Cassat Avenue, Jacksonville, Florida 32205.

ARTICLE VI.

The name and address of the sole incorporator is:
Arnold Whisenant, 4414 Shiloh Lane, Jacksonville, Florida 32210.

IN WITNESS WHEREOF, the undersigned incorporator has signed and sealed these Articles of Incorporation this 9th day of February, 1996.


Arnold Whisenant

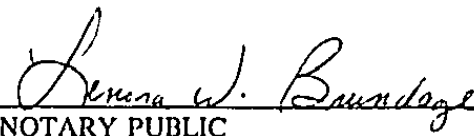
STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, personally appeared ARNOLD WHISENANT, who, being by me first duly sworn, and who produced a Florida driver's license as identification, executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation as his free act and deed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County, aforesaid, this 9th day of February, 1996.



LENORA W. BRUNDAGE
My Commission CC406507
Expires Sep. 24, 1998


NOTARY PUBLIC
My Commission Expires: 9/24/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

THE WESTSIDE ORGANIZATION FOR REVITALIZATION AND DEVELOPMENT,
INC.

2. The name and address of the registered agent and office is:

Name: Jonathan H. Goodman, Esq.
Address: 1377 Cassat Avenue
City/State/Zip: Jacksonville, Florida 32205

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

SIGNATURE: _____

Registered Agent

DATE: _____

2/9/96