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25/9
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL, INC.
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-0000
CONTACT: JOHNNY C RODRIGUEZ
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(((H96000005889)))
DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
NAME: THE MANOR FOUNDATION, INC.
FAX AUDIT NUMBER: H96000005889
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Apr11 30, 1996

CORPORATE CREATIONS INTERNATIONAL

MIAMI BEACH, FL

SUBJECT: THE MANOR FOUNDATION, INC.
REF: M96000009167

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: K96000005889
Letter Number: 696A00020559

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Articles of Incorporation
of
The Manor Foundation, Inc.

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Article I. Name

The name of this Florida not-for-profit corporation is The Manor Foundation, Inc. (the "Corporation").

Article II. Address

The mailing address of the Corporation is:

The Manor Foundation, Inc.
1513 South Arrawana Street
Tampa, FL 33629

Article III. Purpose

The Corporation is organized to provide housing for underprivileged individuals and to engage in all other lawful acts or activities not for pecuniary profit for which Florida not-for-profit corporations may be organized.

Article IV. Membership

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Lee Arden Okenfus
1513 South Arrawana Street
Tampa, FL 33629

Article VI. Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes.

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American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
(302) 421-5752

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The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Lee Arden Okenfus
Eugene Okenfus
Doris Okenfus

Article VIII. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139

Article IX. Dissolution

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a not-for-profit fund, foundation or corporation that is organized and operated exclusively for charitable purposes and that has established its tax exempt status under Code Section 501(c)(3).

Article X. Corporate Existence

The corporate existence of the Corporation shall begin effective as of April 29, 1996.

The authorized representative of the incorporator executed these Articles of Incorporation on April 29, 1996.

CORPORATE CREATIONS INTERNATIONAL INC.

By: 

Luis A. Uriarte, Vice President

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American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
(302) 421-5752

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

CORPORATION:
The Manor Foundation, Inc.

REGISTERED AGENT:
Lee Arden Okenfus
1513 South Arrawana Street
Tampa, FL 33629

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By: Lee Arden Okenfus
Lee Arden Okenfus

Date: 4/26/96

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
(302) 481-8752

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