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MATHIS LAW FIRM, P.A.

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ORLANDO, FLORIDA 32801  
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5970 VINELAND ROAD  
ORLANDO, FLORIDA 32819

JACINTA M. MATHIS  
ATTORNEY AT LAW

TELEPHONE NUMBER (407) 363-4519  
FACSIMILE NUMBER (407) 363-1530

April 30, 1996

Secretary of State  
Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314

800001809108  
-05/06/96--01053--008  
\*\*\*\*\*75.00 \*\*\*\*\*75.00

RE: Articles of Incorporation for  
JUST-FOR-YOU COMMUNITY DEVELOPMENT CORPORATION

Dear Sir or Madam:

I have enclosed the Articles of Incorporation for JUST-FOR-YOU COMMUNITY DEVELOPMENT CORPORATION together with our law firm's check in the amount of \$35.00 to cover the filing fees for the corporation and \$35.00 to cover the Registered Agent Designation for the corporation for a total of \$70.00.

Thank you in advance for your immediate attention to this matter. If you should have any questions or need any additional information, please do not hesitate to contact me at (407) 363-4519.

Very Truly Yours,

MATHIS LAW FIRM, P.A.

*Jacinta M. Mathis*  
JACINTA M. MATHIS, ESQUIRE  
signed in her absence to avoid delay

FILED  
SECRETARY OF STATE  
BUREAU OF CORPORATIONS  
96 MAY -3 AM 11: 50

JMM/sc

Enclosures: Original Articles of Incorporation for JUST-FOR-YOU COMMUNITY DEVELOPMENT CORPORATION  
Mathis Law Firm, P.A. check #774 in the amount of \$70.00

*J 5/8/96*

**ARTICLES OF INCORPORATION  
OF**

FILED  
CLERK OF STATE  
CORPORATIONS  
96 MAY -3 AM 11:50

**JUST-FOR-YOU COMMUNITY DEVELOPMENT CORPORATION**

(A Florida Not for Profit Corporation)

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

**ARTICLE ONE  
NAME**

The name of this Florida Not for Profit is JUST-FOR-YOU COMMUNITY DEVELOPMENT CORPORATION, ("Corporation").

**ARTICLE TWO  
NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit.

**ARTICLE THREE  
DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE FOUR  
PURPOSES**

The Corporation is designed to develop positive life skills in participants. The Corporation will target troubled, at risk, disadvantaged and displaced youth and families. The Corporation will also promote and facilitate the social welfare of Tampa, Florida and the revitalization of neighborhoods.

**ARTICLE FIVE  
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation is 7909 South Flower Avenue, Tampa, Florida 33619.

**ARTICLE SIX  
INITIAL REGISTERED AGENT**

The initial registered agent shall be Jacinta M. Mathis and the street address of the initial registered office of this Corporation is Mathis Law Firm, P. A., 5979 Vineland Road, Suite 216, Orlando, Florida 32819.

**ARTICLE SEVEN  
MEMBERSHIP**

The qualifications for Members and the manner of their admission shall be regulated by the Bylaws of the Corporation. The method for the election of Directors shall be regulated by the Bylaws of the Corporation.

**ARTICLE EIGHT  
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this Corporation shall be comprised of three (3) persons whose names and addresses are as follows:

Larry Johnson  
11302 Tralee Drive  
Riverview, Florida 33569

Caesar Robinson  
11802 Weaver Street  
Thonotossa, Florida 33592

Avis Spence  
7517 North 40th Street, Apartment #202 N  
Tampa, Florida 33604

**ARTICLE NINE  
INCORPORATORS**

The names and addresses of the initial incorporators are:

Larry Johnson  
11302 Tracee Drive  
Riverview, Florida 33569

**ARTICLE TEN  
OFFICERS**

The Officers of the Corporation shall consist of a President, Vice-President and Secretary and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors and may be removed by the Board of Directors, at such time and in such manner as will be prescribed by the Bylaws.

**ARTICLE ELEVEN  
MEMBERS QUORUM AND VOTING**

A majority of the Voting Members shall constitute a quorum at a meeting of Members. If a quorum is present, the affirmative vote of a majority of Members represented at the meeting and entitled to vote on the subject matter shall be the act of the Members.

**ARTICLE TWELVE  
INFORMAL ACTION OF DIRECTORS**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent is filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE THIRTEEN  
THE BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

**ARTICLE FOURTEEN  
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation.

**ARTICLE FIFTEEN  
LIMITATION OF ACTIONS**

Notwithstanding any other provision of these Articles of Incorporation this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue laws.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but 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 Four.

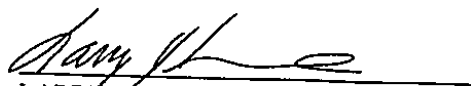
**ARTICLE SIXTEEN  
NONSTOCK BASIS**

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

**ARTICLE SEVENTEEN  
HEADING AND CAPTIONS**

The Heading and Captions of these Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of the Headings or Captions.

**IN WITNESS WHEREOF**, the undersigned Incorporator have executed these Articles of Incorporation in a manner and form sufficient to bind them this 30th day of April, 1996.

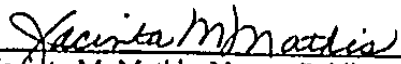
  
LARRY JOHNSON

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 MAY -3 AM 11:50

STATE OF FLORIDA  
COUNTY OF ORANGE

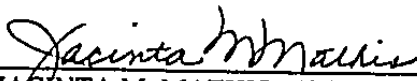
The foregoing instrument was acknowledged before me this 30th day of April, 1996 by LARRY JOHNSON who is personally known to me and who did (did not) take an oath.

  
\_\_\_\_\_  
Jacinta M. Mathis, Notary Public  
My commission #CC271227 expires  
March 23, 1997

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of JUST-FOR-YOU COMMUNITY DEVELOPMENT CORPORATION, which is contained in the foregoing Articles of Incorporation.

Dated this 30th day of April, 1996.

  
\_\_\_\_\_  
JACINTA M. MATHIS, ESQUIRE  
REGISTERED AGENT