



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

July 9, 1998

JOHNNY M. BROWN
P.O. BOX 236
PALATKA, FL 32178

SUBJECT: REBUILDING OUR COMMUNITY INCORPORATED
Ref. Number: W96000014263

We have received your document for REBUILDING OUR COMMUNITY INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The corporate name must be identical 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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 096A00033271



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1996

JOHNNY M. BROWN
P.O. BOX 236
PALATKA, FL 32178

SUBJECT: REBUILDING OUR COMMUNITY INCORPORATED
Ref. Number: W96000014263

We have received your document for REBUILDING OUR COMMUNITY INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The corporate name must be identical throughout the document.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 096A00033271



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

August 13, 1998

JOHNNY M. BROWN
P.O. BOX 236
PALATKA, FL 32178

SUBJECT: REBUILDING OUR COMMUNITY INCORPORATED
Ref. Number: W96000014263

We have received your document for REBUILDING OUR COMMUNITY INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The corporate name must be identical throughout the document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 096A00033271



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1998

JOHNNY M. BROWN
P.O. BOX 238
PALATKA, FL 32178

SUBJECT: REBUILDING OUR COMMUNITY INCORPORATED
Ref. Number: W96000014263

We have received your document for REBUILDING OUR COMMUNITY INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

PLEASE DELETE THE POST OFFICE ADDRESS OF THE REGISTERED OFFICE AND KEEP THE STREET ADDRESS OF THE REGISTERED OFFICE..

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 096A00033271

ARTICLES OF INCORPORATION
OF
REBUILDING OUR COMMUNITY INCORPORATED

171 531
\$6,000.00
10/10/55
10/10/55

Article I
(Name)

The name of this Corporation is Rebuilding Our Community Incorporated.
(A CORPORATION FOR NONPROFIT)

Article II
(Status)

The Corporation is organized pursuant to the provisions of the General Nonprofit Corporation Law of the State of Florida and is a Corporation not for profit.

Article III
(Principal Office)

The principal office for the transaction of business of this Corporation is to be located at 107 South Ninth St., Palatka, Putnam County, Florida. The mailing address is P.O. Box 236, Palatka, Fl 32178.

Article IV
(Duration)

The duration of this Corporation shall be perpetual.

Article V
(Purposes)

The purposed of which this Corporation is formed are exclusively charitable, educational social and economic. And will consist of the following:

A. The main goal of Rebuilding Our Community Incorporated is:

To perpetuate family values to juveniles and teach the importance of self-esteem and cooperation within the family unit. Strong emphasis are put on the correct sense of values as it relates to education and life. Proper application and blending of the different talents within the family unit will be the focus of all programs. A true appreciation of freedom supported by sound principles will produce the law-abiding, drug free, spiritually directed families that constitute peaceful and fearless community existence.

B. The specific and primary purposes are:

(1) To raise the economic, educational and social levels of the residents of Putnam County, including members of the moderate, low, and very low income community, who are substantially unemployed, under employed, or whose income is below federal poverty guidelines, to foster and promote community-wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime and environmental degradation may be lessened; (c) racial tensions, prejudice, and discrimination, economic and otherwise, may be eliminated; (d) need for establishing and fostering additional availability of affordable housing; and (e) provide organized recreational activities.

(2) To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises in economically depressed areas; to assist said residents and groups in developing entrepreneurial and management skills necessary for the successful operation of business enterprises; and to assist said residents and groups in obtaining financial support from other sources.

(3) To expand opportunities available to said residents and groups to obtain adequate low cost housing accommodations by constructing, rehabilitating, and providing decent, safe, and sanitary housing for persons and families of low-income who otherwise would not be able to find or afford a suitable place to live. It is this purpose of the Corporation thereby to relieve the poor, distressed, underprivileged and indigent by enabling them to secure the basic human needs of decent shelter and to thus lessen the burdens of government and promote the social welfare. To provide such housing through rehabilitation of existing substandard buildings and construction of new facilities in the place of brightened structures or brightened vacant sites for the purpose of combating the deterioration of the community and contributing to its physical improvements.

(4) To aid, support and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable educational or scientific purposes, no part of the net earnings of which endures to the benefit of any private shareholder or individual and no substantial part of the activities of which is for carrying on propaganda, or otherwise attempting to influence legislation.

(5) To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

C. In furtherance, but not in limitation of the foregoing charitable, educational and scientific purposes, the Corporation shall have the following powers:

(1) To solicit, collect and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expend, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purpose above mentioned.

(2) To borrow money and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations for monies borrowed, or in payment for property acquired or for any such obligations by mortgage, pledge, deed, indenture agreement or other instrument of trusts, or by other lien upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the corporation.

(3) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real personal or mixed, tangible or intangible, as the Corporation's Board of Directors shall deem advisable and as may be permitted by law.

(4) To engage in activities of operating business ventures for the purposes of providing job training, employment, services, and managerial development opportunities to said residents for the charitable purpose of furthering the economic development of the community.

(5) To hire and fire employees and to contract for outside services at the use of the Corporation.

(6) To engage in any and all activities which will directly or indirectly improve the welfare and economic conditions of said residents and groups.

(7) To exercise all rights and powers conferred upon corporations formed under the General Nonprofit Corporation Laws of the State of Florida, provided, however, that the Corporation shall not engage in any activities or exercise any powers, including those specifically mentioned herein, that are not in furtherance of the specific and primarily charitable, educational and scientific purposes of the Corporation.

D. All of the foregoing purposes and powers shall be exercised exclusively for charitable and educational purposes in such manner that the Corporation shall qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 as it is currently and shall hereafter be in force and effect.

Article VI
(Restrictions)

A. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office, notwithstanding any other provisions of these Articles, the Corporation shall not carry on by a corporation exempt from federal and state income taxes under Section 501 (c) (3) of the Internal Revenue Code of 1954 as the same may be amended from time to time.

B. The Corporation is formed solely for charitable, educational and scientific purposes. The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, or dividends to the Directors, Officers, or Members thereof or to any individual except that the Corporation shall be authorized and empowered to pay any reasonable compensation for services rendered and to make payment and distribution in furtherance of its specific and primary purpose. The furtherance of its specific and primary purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, educational and scientific purposes, and no part of the profit or net income of the Corporation shall inure to the benefit of any individual.

Article VII
(Organization)

A. The affairs of their Corporation shall be managed by the Officers of the Board of Directors who shall be elected at the first general meeting and who shall serve in this capacity until their successors are qualified and elected as spelled out in the Corporate By-laws.

The names and addresses of the subscribers of this corporation and initial Board of Directors who shall serve until the election of their successors are:

Mary Lawson Brown, 107 S. 9th Street, Palatka, FL;
James "Lefty" Turner, 404 N. 7th Street, Palatka, FL;
Mayor Tim Smith, 614 River Street, Palatka, FL;
Ed Hedstrom, 601 St. Johns Ave., Palatka, FL;
George Wilson, 718 N. 19th Street, Palatka, FL;
James Vickers, 124 Ashley Drive, Palatka, FL;
Dothea Smith, 1007 N. 15th Street, Palatka, FL; and
Willie Mae Appling, 501 N. 24th Street, Palatka, FL.

ORGANIZATIONAL DEVELOPERS

Johnny M. Brown, 107 South Ninth Street/ P.O. Box 236,
Palatka, Florida, 32177

B. Directors

The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, if any tenure of office the manner of filling vacancies on the Board, and the manner of calling and holding meetings of the Board of Directors, shall be as stated in The By-Laws of this Corporation.

C. Members

The authorized number, if any, and qualifications of Members of the Corporation, the different classes of memberships, if any, the property, voting and other rights and privileges of Members and their liabilities to dues and assessments and the method of collection, and the termination and transfer of membership, shall be as set forth in the By-Laws.

Article VIII
(Registered Agent)

The Initial Registered-Agent of this Corporation and his address is:

Johnny M. Brown, 107 South Ninth Street,
Palatka, Florida 32177.

Article IX
(Winding Up and Dissolution)

Upon winding and dissolution of the Corporation, the assets of the Corporation remaining after payment of or provision for payment of all debts and liabilities of the Corporation, shall be distributed to an organization and used exclusively to accomplish the primary purposes for which this Corporation is organized. If the Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Circuit Court of the county in which the Corporation's principal office is located, upon petition by the Attorney General or by any persons concerned in the liquidation in a proceeding to which the Attorney General is a party. No member, Director, Officer or private individual shall be entitled to share in the distribution of any of the assets upon such dissolution.

IN WITNESS WHEREOF, the undersigned, being person named, Johnny M. Brown,
107 South 9th Street / P.O. Box 236, Palatka, Florida 32177, as the
Incorporator, have executed these Articles of Incorporation.

Johnny M. Brown

3/21/90

Johnny M. Brown - ORGANIZATIONAL DEVELOPER/INCORPORATOR

107 South 9th Street / P.O. Box 236

Palatka, Florida 32177

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

TALLAHASSEE FLORIDA

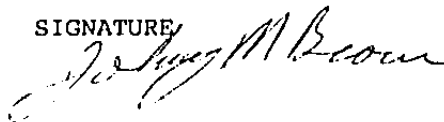
Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: REBUILDING OUR COMMUNITY, INCORPORATED.
2. The name and address of the registered agent and office is
Johnny M. Brown
107 South Ninth Street
Palatka, Florida 32177.

The principal address and the registered office address are the same.

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 TIES 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



DATE

8/21/96