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LAW OFFICE OF
MICHAEL S. MINOT
ATTORNEY AT LAW
COMMODORE PLAZA
310 NINE EIGHT BLVD., SUITE 210
COCOA, FLORIDA 32022

MICHAEL S. MINOT
TIMOTHY F. PICKLES

TELEPHONE: (407) 830-1300
TELESCOPIER: (407) 830-1303

September 17, 1996

Secretary of State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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****122.50 ****122.50

Attn: New Filings

RE: THE BREVARD NEIGHBORHOOD COALITION, INC.

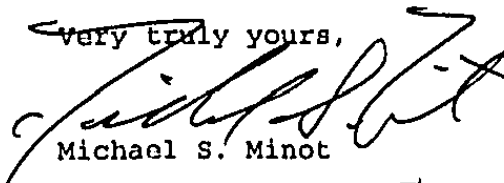
Dear Sir or Madam:

I have enclosed herewith the original and one copy of the Articles of Incorporation for the above referenced corporation.

I would request that you return a certified copy of the Articles of Incorporation along with the filing number in the envelope I have provided. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing.

Thank you for your attention to this matter. If you should have any questions please do not hesitate to contact me.

Very truly yours,


Michael S. Minot

MSM/jm

Enclosures

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96 SEP 26 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Michael Minot GAVE
AUTHORIZATION BY PHONE TO
CORRECT Act. IV
DATE 9-26-96
DOC. EXAM KR

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KR

ARTICLES OF INCORPORATION

OF

THE BREVARD NEIGHBORHOOD COALITION, INC.

We, the undersigned, with other persons being desirous of forming a Corporation for religious, charitable, community development, and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I - NAME

The name of this corporation is THE BREVARD NEIGHBORHOOD COALITION, INC.

ARTICLE II - PURPOSES

The general nature of the objectives and purposes of this Corporation shall be: to operate a Christian, charitable, community development program in the Greater Melbourne, Florida area and beyond and, through it, to provide a Christian witness; to enhance the quality of life in that community through various outreach and community development programs as is necessary to accomplish its expanding mission; and to encourage, promote and support worthy community-based causes as may be determined by the Board of Directors from time to time.

ARTICLE III - QUALIFICATIONS OF MEMBERS

The Corporation is a service corporation and shall have no members.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation
and the name of the initial registered agent of this corporation
is Michael S. Minot, 319 Riveredge Boulevard, Suite 218, Cocoa, FL 32922.

ARTICLE VI - OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, and Treasurer.

The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

	OFFICE	NAME
1.	President	Michael S. Minot
2.	Vice President	Jonathan Smoak
3.	Secretary	Jonathan Smoak
4.	Treasurer	Jonathan Smoak

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business affairs of this Corporation shall be managed by the Board of Directors. This Corporation shall have three (3) directors initially. The number of the directors may be increased from time to time, by the by-laws, but shall never be less than three (3) nor more than, nine (9), unless the by-laws are subsequently amended. A director may be removed as outlined in the by-laws.

Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

Michael S. Minot President	319 Riveredge Boulevard Suite 218 Cocoa, Florida 32922
Jonathan Smoak Vice President, Secretary, Treasurer	1619 Ferndale Avenue Melbourne, FL 32935
Edna Jackson	808 East Line Street Melbourne, FL 32901

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator to this corporation is as follows:

Michael S. Minot	319 Riveredge Boulevard Suite 218 Cocoa, Florida 32922
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ARTICLE IX - LOCATION

The location of this Corporation shall be at 1619 Ferndale Avenue, Melbourne, FL 32935.

ARTICLE X - AMENDMENTS

Amendments to the articles of incorporation may be adopted at a regular meeting of the Board of Directors, or a special meeting duly noticed for that purpose, by a majority vote of the directors then in office.

The Board of Directors may submit, consider and vote upon any number of amendments at any one meeting.

ARTICLE XI - BY-LAWS

The Board of Directors of this Corporation may provide such by-laws for the conduct of its business and the carrying out of its purpose as they may deem necessary from time to time.

Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XII - NON-PROFIT STATUS

No part of the net earnings of the Corporation shall inure to the benefit of any individual director or officer. This Corporation is founded for the purpose of qualifying fully as a tax-exempt Corporation under the laws of the United States and the State of Florida.

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation and upon dissolution of this organization all of its assets remaining after payment of all cost and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or the federal government, or to a state or local government for a public purpose, and none of the assets will be distributed to any director, officer or trustee of this Corporation.

ARTICLE XIII - POWERS

In order to promote the purposes of this Corporation, it may acquire property by grant, gift, purchase, devise or lease, or bequest, and hold dispose of such property as the Corporation shall require for the benefit of the Corporation and to further its purpose and mission, and not for pecuniary profit.

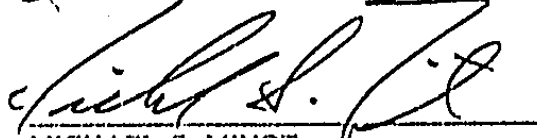
The Corporation shall have all powers necessary to complete its mission and purposes provided such powers are not inconsistent with Florida Statutes 617.0302, as amended from time to time, the Internal Revenue Code of the United States of America; and the corporate by-laws.

ARTICLE XIV - MEETINGS

The annual meeting for the election of members of the Board of Directors shall be as provided in the by-laws.

The Corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, but shall hold meetings at least quarterly.

IN WITNESS WHEREOF, the undersigned hereby accepts and states that he is familiar with the duties of being a resident agent and has executed these Articles of Incorporation this 17 day of September, 1996.


MICHAEL S. MINOT
Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared, MICHAEL S. MINOT well known and known to me to be the Incorporator of this Articles of Incorporation, and he acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of September, 1996.


Notary Public, State of Florida
My Commission Expires:



Timothy F. Pickles
MY COMMISSION # 003000005 EXPIRES
July 18, 2000
BONDED THRU TRISTY FAIR INSURANCE, INC.

FILED
96 SEP 26 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LELAND W. WOOTE, JR.
Attorney at Law
412 Brevard Ave., P.O. Box 38
Coconut, Florida 32923-0038

Next Door to
Barnett Bank
Coconut Village

December 5, 1996

(407) 636-2639
FAX (407) 636-2671

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

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*****35.00 *****35.00

Re: Brevard Neighborhood Coalition, Inc.

Enclosed please find original Articles of Amendment to Articles of Incorporation for the above corporation and check in the amount of \$35.00. Also enclosed is a copy of the Articles of Amendment, which I would appreciate your file stamping and returning to me in the enclosed stamped, self-addressed envelope.

Thank you for your assistance in this matter.

Very truly yours,

Leland W. Wooten, Jr.

Leland W. Wooten, Jr.

LWW,Jr/cf
Enc.

Corp\Amend.Art

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BREVARD NEIGHBORHOOD COALITION, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of Incorporation:

FIRST: Amendments Adopted:

Article I of the Articles of Incorporation is amended as follows:

"ARTICLE I - NAME

The name of this corporation is The Brevard Neighborhood Development Coalition, Inc."

SECOND: The date of adoption of the amendment was: November 1, 1996.

THIRD: Adoption of Amendment (CHECK ONE)

_____ The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

X There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

Dated: November 26, 1996.

BREVARD NEIGHBORHOOD
COALITION, INC.

By Michael S. Minot
Michael S. Minot, President