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BONDURANT AND FUQUA, P.A.

ATTORNEYS AT LAW
4450 LAFAYETTE STREET
POST OFFICE BOX 854
MARIANNA, FLORIDA 32447

FRANK E. BONDURANT
H. MATTHEW FUQUA

June 1, 1998

TELEPHONE: (850) 526-2263
FACSIMILE: (850) 526-5947

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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-06/03/98--01062--019
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Re: Community Youth Outreach Center, Inc.
A Florida Non-Profit Corporation
Articles of Incorporation

10

Gentlemen:

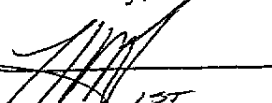
Enclosed please find the original and one copy of the Articles of Incorporation for Community Youth Outreach Center, Inc., which includes designation of resident agent. You will also find enclosed our firm check in the amount of \$122.50 to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy of Articles	\$ 52.50
Designation of Resident Agent	<u>\$ 35.00</u>
TOTAL	\$122.50

FILED
98 JUN -3 AM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Your prompt attention in this regard will be greatly appreciated.

Sincerely,



H. Matthew Fuqua
For the Firm

HMF/st

Enclosures: As listed above

F. CHESSE

JUN 5 1998

ARTICLES OF INCORPORATION
OF
COMMUNITY YOUTH OUTREACH CENTER, INC.
A FLORIDA NONPROFIT CORPORATION

FILED
98 JUN -3 AM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, hereby form this corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is Community Youth Outreach Center, Inc. .

ARTICLE II

NATURE OF BUSINESS

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE III

GENERAL AND SPECIFIC PURPOSES

(a) The specific and primary purposes of which this corporation is formed are to operate for the advancement of religion and for other charitable purposes, by the distribution of its funds for such purposes and particularly, to operate a youth outreach ministry program.

(b) The general purposes for which this corporation is formed are to operate exclusively for such religious purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

MEMBERSHIP

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualification of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of

members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE VI

SUBSCRIBERS

The names and addresses of the subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Henry Bess	1007 Yates Street, Blountstown, FL 32424
Mathew Troupe, Jr.	6321 Pridgen Street, Panama City, FL 32404

ARTICLE VII

LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is Calhoun County.

(b) The name and address of the registered Resident Agent for this corporation is Henry Bess, 1007 Yates Street, Blountstown, Florida 32424.

ARTICLE VIII

MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Trustees: The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be not less than

three; provided, however, that such number may be changed by a bylaw duly adopted by the members.

The trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on July 1, 1998, at 6:00 P. M., at 1007 Yates Street, Blountstown, Florida, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the second annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at 6:00 o'clock P. M. on the first Monday of each year at the principal office of the corporation, or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of the law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation (and bylaws) of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the first members of the board of trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Henry Bess	1007 Yates St., Blountstown, FL 32424
Cathy Bess	1007 Yates St., Blountstown, FL 32424
Mathew Troupe, Jr.	6321 Pridgen St., Panama City, FL 32404
Robbie Troupe	6321 Pridgen St., Panama City, FL 32404

(b) Corporate Officers: The board of trustees shall elect the following officers: President, Vice President, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Mathew Troupe, Jr.	6321 Pridgen Street Panama City, FL 32404	President
Henry Bess	1007 Yates Street Blountstown, FL 32424	Vice President
Mathew Troupe, Jr.	6321 Pridgen Street Panama City, FL 32404	Treasurer
Henry Bess	1007 Yates Street Blountstown, FL 32424	Secretary

ARTICLE IX

BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made,

altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

ARTICLE X

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XI

DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

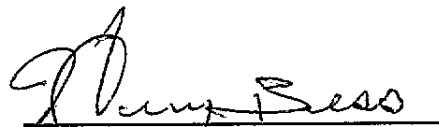
ARTICLE XII

AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of trustees and presented to a quorum of

members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on 5/29, 1998.



HENRY BESS


MATHEW TROUPE, JR.

STATE OF FLORIDA
COUNTY OF JACKSON:

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared HENRY BESS, to me known to be the person described in and who executed the foregoing Articles of Incorporation as a SUBSCRIBER, and he acknowledged before me that he subscribed to those Articles of Incorporation.

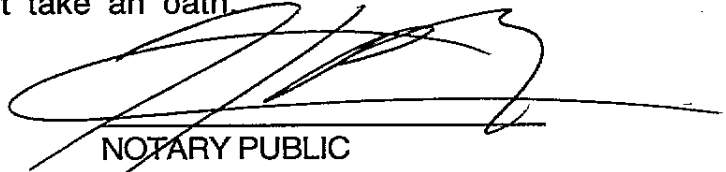
SWORN TO AND SUBSCRIBED BEFORE ME, this the 29th day of May, 1998, by HENRY BESS, who () is personally known to me or (X) who produced F.O.L. as identification and who ~~did~~ did not take an oath.


NOTARY PUBLIC
State of Florida at Large
My Commission Expires:

STATE OF FLORIDA
COUNTY OF JACKSON:

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared MATHEW TROUPE, JR. to me known to be the person described in and who executed the foregoing Articles of Incorporation as a SUBSCRIBER, and he acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 29th day of May, 1998, by MATHEW TROUPE, JR., who () is personally known to me or (L) who produced F.D.L. as identification and who ~~did~~ did not take an oath.



NOTARY PUBLIC

State of Florida at Large
My Commission Expires:

THIS INSTRUMENT PREPARED BY:

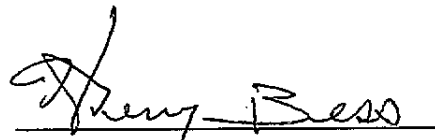
H. Matthew Fuqua
BONDURANT AND FUQUA, P. A.
4450 Lafayette Street
Post Office Box 854
Marianna, Florida 32447
(850) 526-2263
FL BAR No. 0451101

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, FLORIDA STATUTES, the following is submitted in compliance with said Act.

FIRST - That Community Youth Outreach Center, Inc. desiring to be organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Blountstown, Calhoun County, Florida, has named Henry Bess whose street address is 1007 Yates Street, Blountstown, Florida 32424, and whose mailing address is the same, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-styled corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act to relative keeping open said office.


HENRY BESS
Registered Agent

FILED
98 JUN -3 AM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA