CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED SECRETARY OF STATE VISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 17, 1998

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. STE. 1 TALLAHASSEE, FL 32301

SUBJECT: 3714 FLAGLER AVENUE, INC.

Ref. Number: W98000021205

We have received your document for 3714 FLAGLER AVENUE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6929.

Letter Number: 898A00047038

Randall Purintun Document Specialist

FILED SECRETARY OF STATE OVVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

98 SEP 17 PM 1:12

OF

3714 Flagler Avenue, Inc.

The undersigned, for the purpose of forming a not for profit corporation under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is 3714 Flagler Avenue, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 3714 Flagler Avenue, Key West, FL 33040.

ARTICLE III: PURPOSE

The specific nature of business for this corporation is to provide shelter for homeless people.

ARTICLE IV: QUALIFICATION

The qualifications for members and the manner of their admission are stated in the bylaws of the corporation.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent of the corporation is Richard M. Klitenick, Esq., Browning, Sireci, Guller & Klitenick, P.A., 402 Appelrouth Lane, Key West, FL 33040.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of the corporation is initially three. The manner in which the directors are elected is stated in the corporate bylaws. The name and address of each person who is to serve as a member of the initial Board of Directors is Bernard Brown, P.O. Box 2181, Key West, FL 33045, Jane Muir-Isherwood, 1207 16th Terrace, Key West, FL 33040 and Robert Neece, 1164 Wicker Dr., Colonial Hights, VA 23834.

ARTICLE VII: NON-STOCK BASIS

The corporation is organized under a non-stock basis.

ARTICLE VIII: DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purpose.

ARTICLE IX: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE X: AMENDMENTS

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) thereto.

ARTICLE XI: CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

The undersigned incorporator has executed these Articles of Incorporation this 16th day of September 1998.

"Capital Connection, Inc. by Chris Grunewald, Client Representative"

Chris & runeweld

1) VISION OF CORPORATIONS **CERTIFICATE OF DESIGNATION** REGISTERED AGENT/REGISTERED OFFICE98 SEP 17 PM 1: 12

. P.A.

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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:	3714 Flagler Avenue, Inc.
 2.	The name and street address of the	ne registered agent and office is:

Richard M. Klitenick, Esq. Browning, Sireci, Guller, Klitenick 402 Appelrouth Lane

Key West, Florida 33040

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 THIS 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.

Richard M. Klitenick

common\corp\agent.cer