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TRANSMITTAL LETTER

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

100002973231--8
-08/30/99-01054-021
*****87.50 *****87.50

SUBJECT: Victory Community Development Corporation
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Larry S. Herbert
Name (Printed or typed)

7354 Gunstock Drive
Address

Lakeland, Florida 33809
City, State & Zip

(941) 853-3743
Daytime Telephone number

FILED
99 OCT -8 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

10/8/99-TS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 2, 1999

LARRY S. HERBERT
7354 GUNSTOCK DR.
LAKELAND, FL 33809

SUBJECT: VICTORY COMMUNITY DEVELOPMENT CORPORATION
Ref. Number: W99000020454

We have received your document for VICTORY COMMUNITY DEVELOPMENT CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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.")

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 799A00043931

**ARTICLES OF INCORPORATION
OF
VICTORY DELIVERANCE COMMUNITY IMPROVEMENT CORPORATION
A Florida "Not for Profit" Corporation**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME OF CORPORATION:

The name of the corporation is Victory Deliverance Community Improvement Corporation.

ARTICLE II. PRINCIPAL OFFICE:

The principal office of the corporation is located at 319 Cleveland Street, Auburndale, Florida 33823. The mailing address is P.O. Box 1528, Auburndale, Florida 33823.

ARTICLE III. DURATION

The term of existence of the Corporation is perpetual.

ARTICLE IV. PURPOSE

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

- 1.) To raise the economic, educational and social levels of the residents of Polk County, Florida, including members of the minority community, who are substantially unemployed, underemployed, 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) education and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; and racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.
- 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 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, decent

and affordable housing accommodations, in safe neighborhoods, by constructing, rehabilitating, and otherwise providing decent, safe and sanitary housing in Polk County for persons and families of low-income who otherwise would not be able to find or afford suitable place to live. It is the 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 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 blighted structures or blighted vacant sites for the purpose of combating the deterioration of the community and contributing to its physical improvement.

- 4.) To impact the low educational attainment of individuals who have demonstrated low proficiency in various basic education skills.
- 5.) To remove or eliminate employment barriers for individuals and families. Such barriers include substance abuse, low educational attainment, low or no basic employment skills, domestic violence and intimidation, transportation, deteriorating neighborhood conditions, and irresponsible adolescent behavior.
- 6.) To be a catalyst for the promotion of a better quality of life for families by building community partnerships, networking and collaborating with various entities, utilizing public and private investments.
- 7.) To utilize public and private investments to empower area families and individuals to become participants in their communities, helping to sustain a strong local economy.
- 8.) 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 inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
- 9.) 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 or in conjunction or cooperation with others, whether such others are persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
- 10.) All of the foregoing purposes will be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (C) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

501 (C)(3) LIMITATIONS:

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization will not carry on other activities not permitted to be carried on by an organization exempt from Federal and State income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.
3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor will it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation will not distribute any gains, profits or dividends to the Director, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which inure to the benefit of any individual.
4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation will consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation will not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
5. **DISSOLUTION:** Upon winding up and the dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities will be distributed to an organization recognized as exempt under section 501 (c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets will be imposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon thereof by the Attorney General or by any person concerned in the liquidation.
6. **PRIVATE FOUNDATION STATUS:** In the event that this Corporation will become a private foundation within the meaning of section 509 of the Internal Revenue Code 1954, the Corporation will distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the internal Revenue Code: will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code: will not retain any excess business holdings as defined in section 4943 of the Internal Revenue Code; will not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and will not make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code.

ARTICLE V. INDEMNIFICATION

Any person (and the heirs, executors and administrator of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or officer of the Corporation will be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement or such action, suit or proceedings, or in connection with any appearance therein, except in relation to matters as to which it will be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification will not be deemed exclusive of any other rights to which such Director of Office (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE VI. BYLAWS

The by-laws of the Corporation will be made, altered, amended by the board of directors of the corporation.

ARTICLE VII. DIRECTORS

The initial board of directors will be appointed by the incorporator to these articles. The subsequent method of selection of the board of directors and the number of directors will be stated in the bylaws.

ARTICLE VIII. AMENDMENTS TO ARTICLES

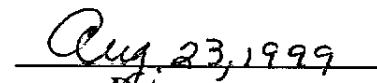
These Articles of Incorporation may be amended by the act of the directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the Bylaws of the Corporation

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is:

Larry Herbert,
7354 Gunstock Drive
Lakeland, Florida 33809


Signature/Incorporator


Date

Having been named as registered agent and to accept services 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.

LARRY S HERBERT
Registered Agent (Print)

Larry S. Herbert
Signature of Registered Agent
7345 Gunstock Dr.
Lakeland, Fl. 33809

Aug 23, 1999
Date

FILED
99 OCT -8 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA