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December 3, 2001

NO 1000000 8499

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

SUBJECT: HABITAT FOR HUMANITY OF CENTRAL PASCO COUNTY,
INC.

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*****78.75 *****78.75

Dear Sir or Madam:

Enclosed, please find an original and one (1) copy of the Articles of Incorporation and the Original Acceptance of Registered Agent for the above referenced corporation. I also enclose a check in the amount of \$78.75 to cover the cost of incorporation. We do not require certified copies.

Thank you for your cooperation, should you have any questions, please do not hesitate to contact me.

Sincerely,

Susan M. Thomas

Susan M. Thomas, Legal Assistant
KUENZEL & LUTES, P.A.

SMT/met

Enclosures

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**ARTICLES OF INCORPORATION
OF
HABITAT FOR HUMANITY OF CENTRAL PASCO COUNTY, INC.**

This corporation is organized as a nonprofit corporation under the Florida Not For Profit Corporation Act and as a tax exempt organization under Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE I

The name of the corporation is HABITAT FOR HUMANITY OF CENTRAL PASCO COUNTY, INC.

ARTICLE II

This corporation is a public benefit corporation.

ARTICLE III

The corporation shall have perpetual duration and succession in its corporate name.

ARTICLE IV

The corporation shall have no members.

ARTICLE V

The purposes for which the corporation is organized are as follows:

- (a) To witness to and implement the gospel of Jesus Christ in Florida and throughout the United States and the world by working with economically disadvantaged people to help them create a better human habitat in which to live and work;
- (b) To cooperate with other charitable organizations, through grants and otherwise, which are working to develop a better human habitat for economically disadvantaged people;
- (c) To communicate the gospel of Jesus Christ by means of the spoken and written word;
- (d) To receive, maintain, and accept as assets of the corporation, any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase from any person, firm, trust, or corporation, to be held, administered, and disposed of exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these articles of incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such a manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purpose

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other than "charitable purposes" which would jeopardize the status of the corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended; and

(e) To exclusively promote and carry on any other religious, charitable, or educational purposes and activities for which corporations may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, and under the Florida Not For Profit Corporation Act.

ARTICLE VI

Except as hereinafter provided, the corporation shall have all powers necessary or convenient to carry out its purposes, including the powers now or hereafter enumerated in the Florida Not For Profit Corporation Act.

ARTICLE VII

The powers and activities of the corporation shall be limited as follows:

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any of its members, trustees, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles of incorporation. No substantial part of the activities of the corporation shall be 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 or in opposition to any candidate for public office.

(b) Anything contained in these articles of incorporation to the contrary notwithstanding, the corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by; (i) a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) a corporation organized and existing under the Florida Not For Profit Corporation Act.

ARTICLE VIII

In the event of the dissolution and liquidation of this corporation, to the extent allowed or permitted under applicable laws, the property and assets of the corporation shall be, as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to (i) HFH International, Inc., a GA Nonprofit Corporation and a corporation exempt from taxation under Section 501 (c) (3) of the Internal Revenue

Code, as amended; or, (ii) any other organization(s) organized and operating for the same purposes for which the corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, educational, or other purposes permitted by Section 501 (c) (3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under section 501 (c) (3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these articles of incorporation or that the corporation shall fail to act within a reasonable time in the manner provided in these articles of incorporation, the Circuit Court of Pasco County shall, upon application of one or more persons having a real interest in the corporation or its assets, make such distribution(s) as provided in these articles of incorporation.

ARTICLE IX

The number of directors of the corporation and the method of their election shall be as provided in the bylaws. The number of directors constituting the initial Board of Directors shall be 6 and the names and addresses of the persons who shall serve as directors until their successors shall be elected and qualified as follows:

<u>Name</u>	<u>Address</u>
Gary Amsler	22821 St. Thomas Circle, Lutz, FL 33549
Sandra Faulconer	P.O. Box 156, Brooksville, FL 34605
Donald Hitchcock	1222 Pristine Place, Lutz, FL 33549
Louis G. Molnar	3712 Joyce Drive, Land O' Lakes, FL 34639
Charles M. Seilkop	1228 Dockside Drive, Lutz, FL 33549
Kurt Sturm	23448 Shining Star Drive, Land O' Lakes, FL 34639

ARTICLE X

The street address of the corporation's initial principal office and registered office is 5514 Land O' Lakes Boulevard, Land O' Lakes, Florida, 34639; and the name of its initial registered agent at that office is Donald R. Hitchcock.

ARTICLE XI

The name and address of the incorporator is Donald R. Hitchcock, 1222 Pristine Place, Lutz, FL 33549

ARTICLE XII

Directors of the corporation shall not personally be liable to the corporation (or members of the corporation) for monetary damages for breach of any duties to the corporation (and its members), except to the extent that such liability arises: (a) for any breach of the

director's duty of loyalty to the corporation or its members; (b) for acts or omissions not in good faith or which involves intentional misconduct or a knowing violation of law; or (c) for any transaction from which a director derived an improper personal economic benefit.

In testimony whereof, I have hereunto set my hand this 27th day of November, 2001

Donald R. Hitchcock
Donald R. Hitchcock

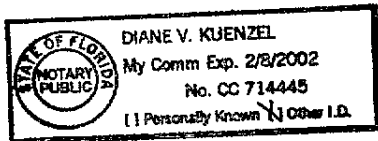
STATE OF FLORIDA)
COUNTY OF PASCO)

The foregoing instrument was acknowledged before me this 27th day of November, 2001, by Donald R. Hitchcock.

who is personally known to me, or

who has produced FL ID # N322-196-38429-6 as identification, and who did did not take and oath.

Diane V. Kuenzel
Signature of Notary Public



DIANE V. KUENZEL
Typed/Printed Name of Notary Public
NOTARY PUBLIC

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TALLAHASSEE, FLORIDA

Serial Number (if any)

My commission expires 2/8/2002

Acceptance of Designation as Registered Agent

The undersigned hereby accepts designation as Resident Agent of HABITAT FOR HUMANITY OF CENTRAL PASCO COUNTY, INC., and acknowledges that the undersigned is familiar with and accepts the obligations of that position, this 27th day of November, 2001.

Donald R. Hitchcock
Donald R. Hitchcock