

No 1000001306

DEAR SECRETARY,

Please expedite ASAP because our U.C.F. Students would like to open an account on a new project. On Call with a number and faxed copy.

Sincerely John Henderson

President of EWUF
John Henderson
407 291-3147

FILED
01 FEB 23 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EWUF * John Henderson
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John Henderson GAVE
AUTHORIZATION BY PHONE TO
CORRECT corp name
DATE 02-26-01
DOC. EXAM gy

Articles for Incorporation
For
Economic National Underprivileged Foundation, Incorporated

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator (s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

Article I- Name

The name of the corporation shall be Economic National Underprivileged Foundation, Incorporated

Article II- Principal Place of Business & Mailing Address

The principal place of business and the mailing address of this corporation shall be: 5594 N. Orange Blossom Trail, Suite 105, Orlando, Florida 32810.

Article III- Purpose(s)

The corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code (or corresponding portions of any future United States Internal Revenue Law), including, to the extent permitted by said Section 501c (3), the redevelopment, promotion, up-grading, and rehabilitation of the cultural, historical, social and economic aspects of Orange County, Florida and its environs. To further the spiritual, physical, economic and human development of Orange County Florida.

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 (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

This corporation is and shall remain a corporation not for profit. The Corporation shall not have nor issue shares of stock. No dividends shall be paid, and no part of the net earnings of the Corporation shall inure to the benefit of its members, directors or officers, or to the benefit of any private shareholder or individual.

Article IV- Manner of Election of Directors

The manner in which the directors are elected or appointed shall be as prescribed in the Corporation's by-laws.

Article V- Initial Registered Agent

J. Fitzgerald Henderson
4902 Tam Dr.
Orlando, Fl 32808

Article VI- Officers

The Officers of the Corporation shall consist of a President, Vice-President, Secretary, and any such officers and Assistant Officers as may be provided by the by-laws. Each Officer shall be elected by the Board of Directors and may be removed by the Board of Directors, at such time and in such a manner as will be prescribed by the by-laws.

Article VII- Members Quorum and Voting

A majority of the Voting Members shall constitute a quorum at a meeting of Members. If a quorum is present, the affirmative vote of the majority of Members represented at the meeting and entitled to vote on the subject matter shall be the act of Members.

Articles VIII- Informal Action of Directors

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent is filed with the Secretary of the Corporation, the action shall be valid as though it had been authorized at a meeting of the Board of the Directors.

Article IX- Initial Directors of Corporation

The names and addresses of the Directors of this Corporation are:

J. Fitzgerald Henderson 5594 N. Orange Blossom Trail # 105, Orlando Fl 32810
Si Henderson 4902 Tam Dr Orlando Fl 32808
Amy Jackson 3733 N. Goldenrod Rd # 102 Winter Park Fl 32792

Article X- Members

The qualifications for Members and the manner of their admission shall be regulated by the Bylaws of the Corporation.

Article XI- Term of Existence

The Corporation shall exist perpetually.

Article XII- By-Laws

Section One: The Board of Directors may provide such by-laws for the conduct of its business and carrying out its purposes as it may deem necessary.

Section Two: The by-laws may be repealed or amended, and the Board of Directors may adopt new by-laws.

Article XIII- Distribution of Assets Upon Dissolution

No persons, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation. In the event of dissolution, the residual assets of the organization shall 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, or to the Federal, States or Local Government for exclusive public purposes, and none of the assets will be distributed to any member, director, officer, or trustee of this Corporation.

Article XIV- Amendments

Amendments to these Articles of Incorporation may be proposed either by the Board of Directors or by the Membership. These Articles of Incorporation may be amended by a majority vote of the Directors present at any regular or special meeting, a majority being assembled, upon seven days' notice of such meeting setting forth in detail the proposed amendment.

Article XV- Initial Registered Agent and Street Address

The name of the initial registered agent is: J. Fritzgerald Henderson 5594 N. Orange Blossom Trail # 105 Orlando Fl. 32808

Article XVI- Indemnification of Trustees and Officers

All officers and trustees shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all officers and trustees against any liability asserted against them in their capacity as officers and trustees or arising out of their status as such.

Article XVII- Nonstock Basis

This Corporation is organized on a nonstock basis. This Corporation shall not have any shares of stock.

Article XVIII- Headings and Captions

The headings and Captions of these Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of the headings or Captions.

Article XIX- Incorporator

The name and street address for the incorporator for these Articles of Incorporation is: J. Fitzgerald Henderson, 5594 N. Orange Blossom Trail # 105, Orlando FL 32810

In Witness Whereof, the undersigned Incorporator has executed these Articles of Incorporation this day 19 day of February, 2001.



J. Fitzgerald Henderson
Incorporator

Having named as registered agent and to accept service for the above stated corporation at a 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.



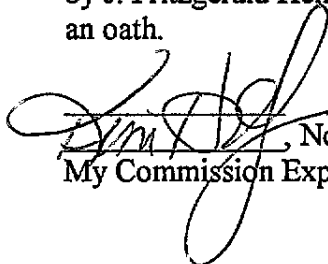
J. Fitzgerald Henderson
Registered Agent

02-19-2001
Date

State of Florida, Orange County

FILED
01 FEB 23 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 19 day of Feb. 2001,
by J. Fitzgerald Henderson, who is personally known to me and who did (did not) take
an oath.


_____, Notary Public
My Commission Expires _____

