

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Power of 4 Friends, Inc.

DOCUMENT NUMBER: N06000006064

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Montrelle Hunt
(Name of Contact Person)

Power of 4 Friends, Inc.
(Firm/ Company)

19960 NW 4th Street
(Address)

Pembroke Pines, FL 33029
(City/ State and Zip Code)

For further information concerning this matter, please call:

Montrelle Hunt at (305) 801-1216
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

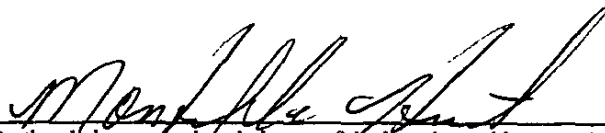
Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

The date of adoption of the amendment(s) was: 9/9/06

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature 
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Montrelle Hunt
(Typed or printed name of person signing)

President/CEO
(Title of person signing)

FILING FEE: \$35

**ARTICLES OF INCORPORATION
OF
POWER OF 4 FRIENDS, INC.
A NON-PROFIT CORPORATION**

The undersigned, desiring to form a charitable corporation under Chapter 617, Florida Statutes, as amended, the Florida Not for Profit Corporation Act, does hereby adopt the following Articles of Incorporation and certify:

ARTICLE I

The name of the Corporation shall be Power of 4 Friends, Inc. (hereinafter the "Corporation").

ARTICLE II

The mailing address and principal office of the Corporation is 19960 NW 4th Street, Pembroke Pines, Florida 33029.

ARTICLE III

The initial registered office of the Corporation is 19960 NW 4th Street, Pembroke Pines, Florida 33029, and its incorporator and initial registered agent at that address is Montrelle Hunt.

ARTICLE IV

The Corporation is organized and shall be operated exclusively for the benefit of Power of 4 Friends, Inc., a Florida Non-Profit corporation, so long as the organization is operated exclusively for charitable and/or educational purposes by conducting or supporting activities for the benefit of or carrying out the purposes of Power of 4 Friends, Inc. In the event Power of 4 Friends, Inc. should cease to exist for any purpose or no longer be a qualified organization as defined below, then the Corporation shall be organized and shall be operated exclusively for the benefit of any other qualified organization which is operated for similar purposes and conducts or supports similar activities as Power of 4 Friends, Inc. An organization is a qualified organization for purposes of these Articles only if it is described in Section 501 c (3) and Sections 509 (a) (1) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code").

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, including, but without limitation thereon, the power to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and

reinvest the principal and income therefrom or distribute the same for the above purposes. In addition to the above, the Corporation is empowered to create wholly owned subsidiary entities for the purpose of holding title to real property and has the authority to sell and convey property for purposes of reinvesting the proceeds in other productive assets.

ARTICLE V

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the Corporation's Trustees, officers or private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No Trustee, however, shall be entitled to compensation for services rendered. All distributions by the Corporation must be in accordance with the Corporation's exempt purpose and must be to Power of 4 Friends, Inc. It is intended that the distributions to Power of 4 Friends, Inc. be sufficient to ensure the attentiveness of Power of 4 Friends, Inc., to the operations of Corporation. All funds distributed in accordance with the Corporation's exempt purpose in accordance with Article IV above shall be for whatever programs, capital improvements and needs are in accordance with Article IV above, as determined by the Board of Trustees of the Corporation.

ARTICLE VI

It is intended that the Corporation shall have the status of a corporation that is exempt from federal income taxation under Section 501 (a) of the Code as an organization described in Section 501 c (3) of the Code, and that is other than a private foundation by reason of being described in Section 509 (a) (3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of its exemption from federal income tax under Section 501 c (3) of the Code. Further, the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition of any candidate for public office. However, the Corporation's activities must be to assist in the functions of carrying out the purposes of Power of 4 Friends, Inc.

ARTICLE VII

The Trustees shall be such persons who from time to time meet the qualifications provided in this Article VII. There shall initially be four (4) Trustees. However the Corporation shall never have more than five (5) Trustees nor less than three (3) Trustees. Each Trustee shall be entitled to one (1) vote upon any matter

properly submitted to the Trustees for their vote. The Initial Trustees and their respective addresses are:

Montrelle Hunt	2820 N 174 Street, Opalocka, FL 33056
Michelle Lacroix	19960 NW 4 th Street, Pembroke Pines, FL 33029
Jeffery Morrall	1733 NW 36 th Court, Oakland Park, FL 33309
Ricky Garrett	12850 West State Road 84, #3-28, Davie, FL 33325

All Trustees shall be selected by Power of 4 Friends, Inc. with no limit to term of office unless majority vote by the Trustees is conducted. A vacancy among any Trustee shall be filled by a majority vote of the then Board of Trustees of Power of 4 Friends, Inc. Any Trustee may be removed with or without cause by a majority vote of the Trustees.

The number of Trustees may be decreased or increased but not less than or more than the limit set forth above in this Article VII. Notwithstanding anything contained herein to the contrary, at least three (3) Trustees must also be a currently serving Trustee of Power of 4 Friends, Inc. It is the intent that the Trustees of the Corporation shall endeavor to maintain a close and working relationship with the Board of Trustees of Power of 4 Friends, Inc.

ARTICLE VIII

The affirmative vote of three-quarters (3/4) of all of the Trustees shall be required to adopt or approve the following actions:

- a) Liquidation or dissolution of the Corporation.
- b) Merger, consolidation or transfer of substantially all the assets of the Corporation; or
- c) Repeal, modification, amendment, in whole or in part, or addendum to the Articles of Incorporation or By-Laws of the Corporation or adoption of new Articles of Incorporation or By-Laws.

The notice of the meeting at which any such action is to be considered shall set forth the subject of the action or actions to be approved.

ARTICLE IX

Except as provided in Article VIII, the affirmative vote of a majority of the Trustees shall be required for the authorization or taking of any action by the Trustees.

ARTICLE X

There will not be any member of the Corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name at Miami, Florida, this 11 day of Sept, 2006.

Witnesses:

[Signature]

[Signature]
Montrelle Hunt, Incorporator

STATE OF FLORIDA)
) xx:
COUNTY OF Miami-Dade

BE IT KNOWN, that on the 11 day of September, 2006, before me, a Notary Public in and for the State of Florida, duly commissioned and sworn, personally came and appeared Montrelle HUNT, who is personally known to me to be the same person described herein and who executed the foregoing Articles of Incorporation or who has produced Florida Domestic as identification, and be acknowledged the within to be her act and deed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of office the day and year above written.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
My Commission expires:
Official Notary Seal

