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Law Offices

W. George Allen

W. GEORGE ALLEN
VIRGINIA D. STOW

800 SOUTHEAST THIRD AVENUE • PENTHOUSE
FORT LAUDERDALE, FLORIDA 33316

TELEPHONE (954) 463-6681

FAX (954) 463-6685

E-MAIL: wga36@aol.com

September 13, 2000

Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314

RE: OIC of Florida, Inc.
Our File No. 00.005

200003394292--9
-09/15/00--01033--009
*****79.75 *****78.75

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with check in the amount of \$79.75, representing payment of the following:

\$ 35.00 Filing Fee
35.00 Registered Agent Designation
9.75 Certified Copy of Articles (9 pages)

Please file the original Articles and return a certified copy to the undersigned.

Sincerely,


W. George Allen

WGA/ce

Enclosures

cc: Dr. Maurice Dawkins

[CORP-DIV.L01]

FILED
00 SEP 15 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb 9/10

FILED
00 SEP 15 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

OIC OF FLORIDA, INC.

A Non-Profit Corporation

We, the undersigned, for the purpose of forming a non-profit corporation under the provisions of Chapter 617, Florida Corporations Not-for-Profit act, and laws amendatory thereof, do hereby associate ourselves as a body corporate and adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

OIC OF FLORIDA, INC.,

a Florida Non-Profit Corporation

ARTICLE II

This corporation is organized for the purpose of the development of resources for motivating, training, developing the individual skill of community residents, regardless of race, creed or color, or sex; to reduce unemployment and raise the income potential of the unemployed and underemployed. Additionally, the corporation shall at all times operate exclusively for the benefit of and to assist in carrying out the purposes of Opportunities Industrialization Center, Inc., a Non-Profit Corporation, with tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and is an organization of the type described

in Section 509(a)(1) or (2) of the Internal Revenue Code of 1954, as amended, Chapter 617.

In furtherance of its purposes, the corporation shall have power and authority without limitation, except as herein stated, to engage in any and all lawful activities that may be reasonably necessary or convenient for the accomplishment of its purposes, and to do and exercise all of the powers or authority now or hereafter conferred upon or exercisable by non-profit corporations under the laws of the State of Florida.

ARTICLE III

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE IV

This corporation is organized as a non-profit corporation. The corporation shall in no way, directly or indirectly, incidentally or otherwise, afford pecuniary gain to any of its members, directors or officers, nor shall any part of the net earnings of the corporation in any way inure to the private benefit of any such member, director or officer of the corporation, or to any private shareholder, member or individual within the meaning of Section 501(c) of the Internal Revenue code, except that the corporation shall be authorized to make reasonable allowance and

payment for actual expenditures incurred or services rendered for the corporation.

No substantial part of the activities of this corporation shall constitute the carrying on of propaganda or attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office, nor shall the corporation engage in any transaction or carry on any other activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

The duration of this corporation shall be perpetual.

ARTICLE VI

A. The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Broward.

B. The name and address of this corporation's registered agent is:

W. George Allen, Esq.
800 Southeast Third Avenue
The Penthouse
Fort Lauderdale, Florida 33316

ARTICLE VII

A. Trustee as Membership. The sole class of members of this corporation shall be its trustees.

B. Rights and Liabilities of Members. The members of this corporation shall have no right, title or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation and shall not be subject to any assessments.

ARTICLE VIII

A. Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be increased, but never decreased to a number of less than three (3) by a by-law duly adopted by the members. Each such trustee shall be at least eighteen (18) years of age.

The trustees named herein as the first Board of Trustees shall hold office until the first meeting of members to be held on October 13, 2000, at 3:00 o'clock p.m. at 800 Southeast Third Avenue, The Penthouse, Fort Lauderdale, Florida 33316, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the first annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at 3:00 o'clock p.m. on the second Friday in October of each year at the principal office of the corporation, or

at such other place or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under the provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting and that the Articles of Incorporation and By-laws of this corporation authorize the trustee to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the Board of Trustees are as follows:

Dr. Joan Wallace
4015 Palm Aire Drive
Pompano Beach, FL 33069

Vice Chairman

John Ruffin, Jr.
9650 N.W. 42 Street
Coral Springs, FL 33065

Chairman

Arthur Kennedy
2701 W. Oakland Park Boulevard, #200
Fort Lauderdale, FL 33311

B. The By-laws of this corporation may be made, altered or rescinded by the Board of Trustees, upon the vote of two-thirds (2/3) of a quorum of such Board.

C. Corporate Officers. The Board of Trustees shall elect the following officers: President, Treasurer and Secretary, and such other officers as By-laws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

President	John Ruffin, Jr. 9650 N.W. 42 Street Coral Springs, FL 33065
Treasurer	Dr. Joan Wallace 4015 Palm Aire Drive Pompano Beach, FL 33069
Secretary	Arthur Kennedy 2701 W. Oakland Park Boulevard Suite 200 Fort Lauderdale, FL 33311

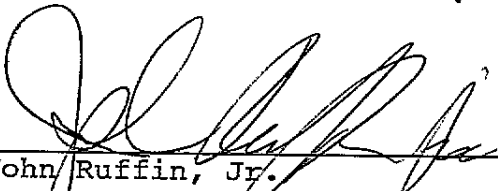
ARTICLE IX


Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue code of 1954, or corresponding provisions of any subsequent federal tax laws. In any event, none of the assets and properties of this corporation shall vest in or be distributed or inure to any private individual.

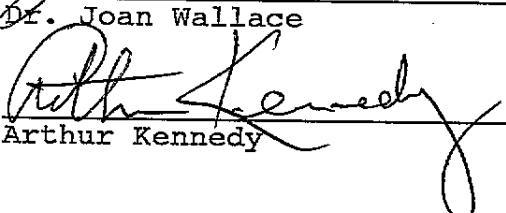
ARTICLE X

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds (2/3) of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation on the 12 day of Sept., 2000.


John Ruffin, Jr.


Dr. Joan Wallace


Arthur Kennedy

STATE OF FLORIDA —

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared John Ruffin, Jr., Dr. Joan Wallace and Arthur Kennedy, who after being duly sworn, states that they are the Incorporators named in the foregoing Articles of Incorporation of OIC OF FLORIDA, INC., that all the facts contained are true and correct and that they executed same for the purposes therein expressed.

SWORN TO and subscribed before me, this 12 day of September, 2000
2000.



RUTH A. TINSMAN
COMMISSION # CC 710611
EXPIRES MAR 1, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Ruth A. Tinsman

Notary Public, State of Florida

RUTH A. TINSMAN

Printed name

Commission No. and Expiration:

CC-710611
3/1/2002

[☒ one only]

☒ Personally known

☐ Produced identification

Type of identification Produced _____

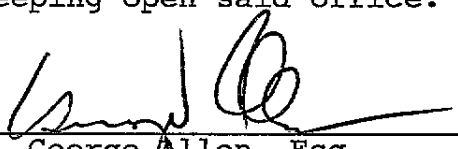
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First: That OIC OF FLORIDA, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 800 Southeast Third Avenue, The Penthouse, Fort Lauderdale, Florida 33316 and W. George Allen, Esq. of 800. Southeast Third Avenue, The Penthouse, Fort Lauderdale, Florida 33316, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



W. George Allen, Esq.
Registered Agent

FILED
00 SEP 15 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA