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Digital Divide Bridge Foundation
Inc.

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SECRETARY OF STATE
—TALAMHASEE FLORIDA
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U.S. DEPT. OF JUSTICE
DIVISION OF INVESTIGATION

 **Empire Toll Free: 1-800-432-3028**

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<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
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<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
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ARTICLES OF INCORPORATION OF
DIGITAL DIVIDE BRIDGE FOUNDATION, INC.
A Non-Profit Corporation

FILED
00 OCT 26 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We the undersigned hereby associate ourselves together for the purpose of forming a corporation, not for profit, under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be DIGITAL DIVIDE BRIDGE FOUNDATION, INC., hereinafter referred to as the Corporation.

ARTICLE II

The corporation is organized pursuant to the provisions of the General Non-Profit Corporation law of the State of Florida and shall have perpetual existence.

ARTICLE III

Principal office for the transaction of business of this corporation is to be located at 6001 N.W. 7th Avenue, Miami, Florida 33127.

ARTICLE IV

PURPOSE

The purpose for which the Corporation is incorporated are exclusively charitable, educational, and scientific subject to the General Laws of the Federal, State and Local Governments.

To aid, support, and assist by gifts, technical assistance, contributions of every kind and nature. Other corporations, funds and foundations operating exclusively, for religious, scientific, educational and literary and charitable purposes.

Further, to do any and all lawful activities necessary to the fulfillment of our above stated purpose, objectives and goals either directly or indirectly, through Joint-Ventures with others whether they be natural or unnatural persons, foundations, government bodies, agencies, etc.

ARTICLE V

The powers, Authority and responsibilities of the Corporation shall be vested in the Board of Directors consisting not more than 15 or less than 3 members. The powers shall include, but not be limited to:

- 1) Manage, control, and supervise the business affairs of the Corporation.
- 2) Conduct elections and make appointments for the perpetuation of the Board and staff.
- 3) Adopt and establish necessary rules and regulations for the effective and successful operation of the Corporation.
- 4) To conduct periodic meetings at which the public is encouraged and invited to attend.
- 5) Employ a Director and necessary staff. Fix all officers and staff salaries, and prescribe their job descriptions.

The number of Directors may be fixed or changed from time to time by amendment of the Articles of Incorporation of this Corporation or by amendment of the Bylaws of this Corporation adopted by the Vote or written assent of the Members of the Corporation entitled to exercise a majority of the voting power, or the vote of a majority of the quorum at a meeting of the Members called pursuant to the Bylaws.

ARTICLE VI

The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to any candidate for public office. Under the provisions of these Articles, the Corporation shall not carry any other activities not permitted to be carried on by the corporation exempt from federal and state income taxes under section 501 (c) (3) of the Internal Revenue Code or corresponding sections of any Federal Tax Code, and appropriate section of applicable State law as the same may be amended from time to time.

ARTICLE VII

Board members shall be elected or appointed in the manner and in accordance with the method provided for in the Bylaws, which shall conform to the provisions of Florida Statutes.

The number of initial directors constituting the Corporation's Board of Directors shall be 5 until the first annual meeting of the corporation, at which time directors shall be elected. The following persons shall serve as directors until the first annual meeting:

Terry V. Percy	11580 S.W. 125th Street Miami, FL 33176
Khalid A. Salahuddin. Sr.	11635 N.E. 21st Drive North Miami, Florida 33181
Rev. David Southwell	16191 N.W. 57th Ave. Miami Lakes, FL 33014
Sharon Y. Williams	1780 Bayberry Drive Pembroke Pines, FL 33024
Michael Nicoleau	1901 Brickell Ave., Apt, B2406 Miami, FL 33129

ARTICLE VIII

The names of the initial officers who are to serve until the first annual meeting are as follows:

President\Secretary	Terry V. Percy
Vice President\Treas.	Khalid A. Salahuddin, Sr.

The authorized number of qualifications of members of the Corporation, the different classes of membership if any, the property, voting and other rights and privileges of Members and their liabilities to dues and assessments and the method of collection thereof, shall be as set forth in the Bylaws.

ARTICLE X

The Corporation is formed solely for charitable, educational, scientific purpose(s). The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, or dividends to


the Members thereof, or to any individual, 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 its specific and primary purpose(s). The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, educational, scientific purposes, and no part of the profit or net income of the Corporation shall inure to the benefit of the Directors, Officers, or Members thereof or to the benefit of any individual.


ARTICLE XI

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to a non-profit organization and used exclusively to accomplish the general purpose for which this Corporation is organized. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the County in which the Corporation's principal office is located, upon petition therefor the Attorney General or by any person concerned in the liquidation.

ARTICLE XII

The name and street address of the persons signing those Articles of Incorporation are:


TERRY V. PERCY
11580 S.W. 125th Street
Miami, FL 33176


KHALID A. SALAHUDDIN, Sr.
11635 N.E 21st Drive
Miami. FL 33181

ARTICLE XIII - REGISTERED AGENT

The street address of the initial registered office of this corporation is 11580 S.W. 125th Street, Miami, Florida 33176 and the name of the initial registered agent of this corporation is TERRY V. PERCY.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of **DIGITAL DIVIDE BRIDGE FOUNDATION, INC.** were acknowledged before me this ____ day of October, 2000, by TERRY V. PERCY, and KHALID A. SALAHUDDIN, Sr. as Incorporators.


Notary Public

My Commission Expires:




Debra A. Williams
Commission # CC 930690
Expires April 24, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **DIGITAL DIVIDE BRIDGE FOUNDATION, INC.** at the place designated in the Articles of Incorporation, TERRY V. PERCY agrees to act in this capacity, agrees to comply with the provisions of Section 48.091 of the Florida Statutes relative to keeping open such office, is familiar with, and accepts the obligations provided for in Section 607.325 of the Florida Statutes.

Date: 10-25-00


TERRY V. PERCY

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00 OCT 26 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA