

JAN-24-2001 17:58

CAMNER, LIPSITZ & POLLER

305 442 2389 P.01/05

No 1000000573

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000010512 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : CAMNER, LIPSITZ AND POLLER, PROFESSIONAL ASSOCIATION
Account Number : 075410001634
Phone : (305) 442-4994
Fax Number : (305) 442-2389

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 JAN 25 2001
FEB 5 2001
11:08 AM

FLORIDA NON-PROFIT CORPORATION

Our Journal, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

SMITH JAN 25 2001

5

Audit No. H01000010512

01 JAN 25 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
FOR
OUR JOURNAL, INC.
(a Florida Not for Profit Corporation)

The undersigned subscriber for the purpose of forming a corporation under the Florida Not for Profit Corporation Act hereby adopts the following Articles of Incorporation.

ARTICLE I

The name and address of the principal corporation is: OUR JOURNAL, INC., 5600 N.W. 7th Avenue, Miami, Florida 33127 in Miami-Dade County, Florida. The corporation is organized pursuant to the Florida Nonprofit Corporation Code.

ARTICLE II

The corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The Corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code and to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency, implementing programs which will consist of, but shall not be limited to: job training; employment; literacy; counseling; teenage pregnancy; substance abuse awareness and prevention; tutoring; elderly care and other programs to aid those in need.

ARTICLE III

The duration of the Corporation shall be perpetual and shall have no stock and no members.

ARTICLE IV

The name and address of the registered agent for the Corporation is: Dara Rasul, 5600 N.W. 7th Avenue, Miami, Florida 33127.

ARTICLE V

The Directors will be elected in accordance with the Bylaws. The names and address of the persons appointed to act as initial directors of the Corporation are:

President:	Rasul Muhammad 5600 N.W. 7 th Avenue, Miami, FL 33127
Vice President:	Ronald Jackson 5600 N.W. 7 th Avenue, Miami, FL 33127
Vice President:	Sabrina Morrison 5600 N.W. 7 th Avenue, Miami, FL 33127

Audit No. H01000010512 1

Secretary: Dara Rasul
5600 N.W. 7th Avenue, Miami, FL 33127

Treasurer: Maurice McClain
5600 N.W. 7th Avenue, Miami, FL 33127

ARTICLE VI

The Directors or officers of the Corporation will not be liable for the debts of the Corporation. The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorneys' fees and expenses incurred by the director or officer in connection with the proceeding. The corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorneys' fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

Audit No. H01000010512 1

ARTICLE VII

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE VIII

The name and address of the incorporator for the Corporation is: Dara Rasul, 5600 N.W. 7th Avenue, Miami, Florida 33127.

ARTICLE IX

The property of the Corporation is irrevocably dedicated for charitable, religious, educational and scientific purposes and no part of the assets of the Corporation shall ever insure to the benefit of any director or officer thereof or the benefit of any private person. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE X

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

Audit No. H01000010512 1

IN WITNESS WHEREOF, I, Dara Rasul, being the Incorporator and Registered Agent of OUR JOURNAL, INC., make and file these Articles of Incorporation. Having been named as Registered Agent and to accept service of process for OUR JOURNAL, INC. at the place designated in these Articles of Incorporation, 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 this 23rd day of January, 2001.



Print Name: Dara Rasul
Incorporator and Registered Agent

FILED
01 JAN 25 AM 11:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA