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FLORIDA NON-PROFIT CORPORATION

Legends of Delta Lambda, Inc.

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Articles of Incorporation of Legends of Delta Lambda, Inc. (A Corporation Not For Profit)

The undersigned incorporator of Legends of Delta Lambda, Inc. (the **"Corporation"**), pursuant to the provisions of Section 617.0201, Florida Statutes, desiring to form a corporation to construct, own and maintain a residence for members of the Pi Kappa Alpha Fraternity at Florida State University in Tallahassee, Florida, known as the Delta Lambda Chapter, hereby states the following:

Article I - Name and Principal Office

The name of the Corporation is **Legends Of Delta Lambda, Inc.** Its principal office is located c/o The Sembler Company at 5858 Central Avenue, St. Petersburg, Florida 33707. The Board of Directors of the corporation may from time to time move the principal office of the Corporation to any other address in the State of Florida without amending these Articles of Incorporation.

Article II - Purposes

The Corporation shall operate exclusively to provide for the housing, education, social activities, recreation and related benefits of members and former members of the Pi Kappa Alpha Fraternity at Florida State University, including the planning, development, construction, ownership and maintenance of a residence for such Fraternity. The Corporation shall operate as an organization exempt from federal income taxation under Section 501(c) of the Internal Revenue Code of 1986, as amended (the **"Code"**), or the corresponding provision of any future United States statute relating to income taxation.

Article III - Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall have and exercise only such powers as set forth above which are in furtherance of the exempt purposes of an organization qualified under and described in Section 501(c) of the Code, and the regulations thereunder as the same now exist or as they may be hereafter amended from time to time.

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Article IV – Members and Membership Qualification and Admission

The membership of the Corporation initially shall consist of the initial directors of the Corporation (including the initial officers of the Corporation) named herein, and thereafter, such other persons as set forth in the Bylaws of the Corporation (the "Bylaws").

Article V - Term of Existence

The Corporation shall have perpetual existence.

Article VI - Incorporator and Subscriber

The name of the incorporator and subscriber to these Articles of Incorporation of the Corporation and his address are follows:

Name	Address
Brent Sembler	c/o The Sembler Company 5858 Central Avenue St. Petersburg, Florida 33707

Article VII - Officers

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the Bylaws. The officers shall be elected annually by the Board of Directors at a meeting prior to the annual meeting of the members of the Corporation (the **"Annual Meeting"**). Such officers, by virtue of their status as officers, shall be members of the Board of Directors (the **"Board"**) and shall continue to be members of the Board so long as they are officers. The names of the persons who currently serve as officers of the Corporation and shall continue to serve until the next Annual Meeting are:

Name	Office
Brent Sembler	President
O. Ken Marks, Jr.	Vice President
Scott Roix	Secretary
Douglas W. Russell	Treasurer

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Article VIII - Directors

The affairs of the Corporation shall be managed by a Board of Directors of not less than four (4) persons, the number of which shall be fixed as set forth in the Bylaws of the Corporation. The officers of the Corporation shall be members of the Board for so long as they shall be and act as officers. The President of the Corporation shall act as chairman of all Board meetings. The members of the Board who are not officers of the Corporation shall be designated as Directors and shall be elected annually by the Board at a meeting prior to the Annual Meeting in the manner prescribed in the Bylaws. The names and addresses of the current Directors, who shall serve until their successors are duly elected and qualified, are:

Name	Address
Brent Sembler	c/o The Sembler Company 5858 Central Avenue St. Petersburg, Florida 33707
O. Ken Marks, Jr.	AIB Inc. P. O. Box 2336 Clearwater, Florida 33757
Scott Roix	7676 Aralia Way Largo, Florida 33777
Douglas W. Russell	D. Russell & Associates 106 East College Avenue, Suite 700 Tallahassee, Florida 32301
R. Andy Miller	c/o Seminole Boosters P. O. Box 1353 Tallahassee, Florida 32302

Article IX - Initial Registered Office and Agent

The initial registered office of the Corporation shall be The Sembler Company office located at 5858 Central Avenue, St. Petersburg, Florida 33707; and the name of the initial registered agent at such address is Brent Sembler.

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Article X - Bylaws

The Board shall adopt the Bylaws of the Corporation, which shall provide for the conduct of the Corporation's business and the carrying out of its purposes. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of Directors present at any regular or special meeting of the Board at which a quorum is present.

Article XI - Amendments

Amendments to these Articles of Incorporation shall be proposed by the officers of the Corporation and approved by the Board by a two-thirds vote of the Directors present at any regular or special meeting of the Board at which a quorum is present, prior to submission of such amendments to the members to vote thereon as required by law.

Article XII - Limitations on Actions

The Corporation shall have no capital stock, pay no dividends, and distribute no part of its net income to any members, directors or officers or other persons; and the private property of the incorporator, subscribers, members, Directors and officers shall not be liable for the debts of the Corporation.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services and to make distributions in furtherance of its exempt purposes.

No substantial part of the activities of the Corporation is or will be carrying on of propaganda, or otherwise involve the attempting, to influence legislation; and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements pertaining to), any political campaign on behalf of (or in opposition to) any candidate for public office.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from the federal income tax under Section 501(c) of the Code.

In the event of dissolution, the Corporation shall, after payment of all liabilities, distribute any remaining assets to an organization or organizations which, at the time, qualify as an exempt organization or organizations under 501(c) of the Code; provided, that if the Corporation is deemed to be a private foundation as defined in Section 509 of

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the Code, in the event of dissolution or upon the termination of the status of the Corporation as a private foundation pursuant to Section 507(b)(1)(A) of the Code, the net assets of the Corporation shall be distributed to an organization or organizations described in Section 170(b)(1)(A) of the Code (other than in clauses (vii) and (viii) thereof), each of which has been in existence and so described for a continuous period of at least sixty (60) calendar months.

Article XIII - Effective Date

The effective date of the Articles of Incorporation of the Corporation shall be the date these Articles of Incorporation are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed these Articles of Incorporation this 9th day of July 2002.

Legends of Delta Lambda, Inc.

By:__________________________
Brent Sembler, Incorporator

Acceptance by Registered Agent

Having been named registered agent in the above Articles of Incorporation and having been designated to accept service of process for the above named corporation, at the place designated above, I hereby agree to act in that capacity. I further agree to comply with the provisions of all statutes providing for the proper and complete performance of my duties.

Dated: July 9, 2002 ________________________
Brent Sembler

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