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Katherine Harris, Secretary of State
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

16 October, 2002

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*****78.75 *****78.75

Dear Ms. Harris,

Please find enclosed the duplicate copies of the Articles of Incorporation for Alpha World-Wide Humanitarian Corporation. Please file them with the Florida Department of State Division of Corporations. Enclosed is check number 2169 in the amount of \$78.75.

Sincerely,


LaVerne J. Klein
Chairman of the Board

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 OCT 17 AM 9:47

F. CHASSER OCT 1 8

Alpha World-Wide Humanitarian Corporation
1623 DOG TRACK ROAD, P.O. Box 36100 - PENSACOLA, FLORIDA 32506 - USA
Tel 1 850-457-8050 - Fax 1 850 456-4647 -

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ARTICLES OF INCORPORATION
OF
ALPHA WORLD-WIDE HUMANITARIAN CORPORATION
A FLORIDA NON-FOR-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA
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ARTICLE I
NAME

The name of the Corporation is **ALPHA WORLD-WIDE HUMANITARIAN CORPORATION.**

ARTICLE II
DURATION

The term of existence of the corporation is perpetual, and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III
PURPOSE

(A) The Corporation is organized exclusively for the following purposes: religious, charitable, scientific, literary, educational purposes or for the prevention of cruelty to children or animals, as specified in Subsections 501(c)(3) and 2055 (a)(2) of the Internal Revenue Code of 1986. Specifically, the purposes of this Corporation are to provide humanitarian aid, in the United States and in foreign countries, including but not limited to providing shelter, food, agricultural improvements, education, peacekeeping activities, small business aid, training, economic aid, and any other humanitarian or charitable purposes authorized and allowed by United States and International Law. None of the Corporation's money may be used, directly or indirectly, for military action or terrorism.

(B) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any member, trustee, director, or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation); and no member, trustee, director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(C) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided by

Internal Revenue Code Subsection 501(h)] or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(D) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Subsection 501(c)(3) of the Internal Revenue Code of 1986 or (ii) by a corporation contributions to which are deductible under Subsections 170(c)(2) and 2055(a)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

(E) In the event of liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Subsections 501(c)(3) and 2055(a)(2) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue law.

(F) Any other provisions herein notwithstanding, no member, trustee, director, officer or private individual shall engage in any act of self-dealing as defined in Subsection 4941 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax law; nor fail to distribute an amount of income required to avoid incurring tax liability under Subsection 4942 of the Internal Revenue Code of 1986 or corresponding provisions of subsequent federal tax law; nor retain any excess business holdings as defined in Subsection 4943 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws; nor make any taxable expenditures as defined in Subsection 4945 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax law.

ARTICLE IV **DIRECTORS**

There shall be not less than three (3) and not more than ten (10) members of the Board of Directors of the Corporation. Additional Directors may be added from time to time by the majority vote of Directors then serving.

The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

Name	<u>Address</u>
LaVern Joseph Klein	6049 Spanish Oak Drive Pensacola, Florida 32526
Robert Clay Walls	6049 Spanish Oak Drive Pensacola, Florida 32526

Robert Christopher Walls

6049 Spanish Oak Drive
Pensacola, Florida 32526

James Leon Gilbert

1621 Dog Track Road
Pensacola, Florida 32506

Lindell Ray Ballenger

P.O. Box 30269
Pensacola, Florida 32503

Any action required or permitted to be taken by the Board of Directors under any 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 proceedings 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 Directors. 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 Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE V **REGISTERED OFFICE AND AGENT**

The street address of this Corporation's initial registered office in Florida is 1621 Dog Track Road, Pensacola, Florida 32506, and the name of its initial registered agent at that address is LaVern J. "Bernie" Klein. The principal place of business shall also be at that same address.

ARTICLE VI **MEMBERSHIP**

Unless otherwise provided in the Corporation's Bylaws, the Corporation shall not have any members and shall be considered a non-membership organization.

ARTICLE VII **CONTROL OF CORPORATION**

The Corporation shall be governed by its Board of Directors, the Directors of which shall serve indefinitely unless sooner removed by their own resignation or by the majority vote of a quorum of the Board of Directors. The Board of Directors may, however, delegate so much of its authority to officers of the Corporation, committees composed of directors, officers or individuals, or any combination thereof, as it deems advisable to fulfill its tax-exempt purposes.

ARTICLE VIII
NONSTOCK CORPORATION

The Corporation shall be considered organized on a nonstock basis, and therefore, certificates of shares of stock in the Corporation shall not be issued.

ARTICLE IX
BYLAWS

The first Bylaws of the Corporation will be adopted by the Board of Directors named herein. Upon proper notice, the Bylaws may be amended, altered or rescinded by the affirmative vote of fifty-one percent (51%) of the Board of Directors.

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended at any meeting of the Board of Directors by the affirmative vote of fifty-one percent (51%) of its Directors at any regular meeting or at any special meeting called for that purpose, provided that such proposed amendments shall be plainly stated in the call for the meeting in which they are to be considered.

ARTICLE XI
INCORPORATOR

The name and address of the subscriber of these Articles of Incorporation is:

Name

Address

LaVern Joseph Klein

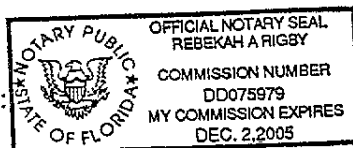
6049 Spanish Oak Drive
Pensacola, Florida 32526

IN WITNESS WHEREOF, I have subscribed my name this ^{4th}30 day of September, 2002.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this ^{4th}30 day of September, 2002, by LaVern Joseph Klein, who is personally known to me or has produced as identification and did/did not take an oath.

My Commission expires:

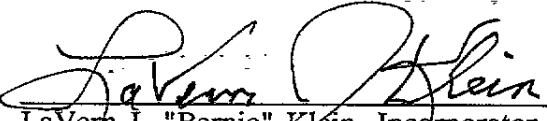


La Vern Joseph Klein
La Vern Joseph Klein
Rebekah A Rigby
Notary Public

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


The following is submitted, in compliance with Chapter 607.0202 and 607.0501(3), Florida Statutes:

Alpha World-Wide Humanitarian Corporation, a nonprofit corporation organized under the laws of the State of Florida, has named LaVern J. Klein, 1621 Dog Track Road, Pensacola, Florida 32506, its agent to accept service of process within Florida.


LaVern J. "Bernie" Klein, Incorporator

ACCEPTANCE:

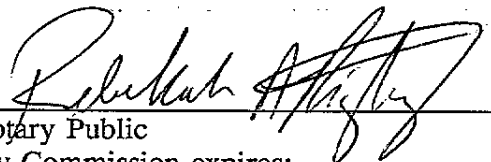
I agree to act as Resident Agent for Alpha World-Wide Humanitarian Corporation to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in office as required by law.


LaVern J. "Bernie" Klein
Resident Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SEP 17 AM 9:47

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24th day of September, 2002, by LaVern J. "Bernie" Klein, who is personally known to me or has produced _____
personally known
as identification and did/did not take an oath.


Notary Public
My Commission expires:

