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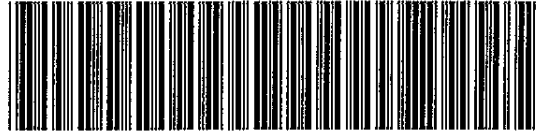
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2003 AUG 11 PM 3:04
TALLAHASSEE FLORIDA

gr 8/13/03

GIBBS LAW FIRM, P.A.

Attorneys and Counselors at Law

5666 SEMINOLE BOULEVARD, SUITE TWO
SEMINOLE, FLORIDA 33772

TELEPHONE: (727) 399-8300
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August 5, 2003

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
2003 AUG 11 PM 3:04
CLERK OF STATE
TALLAHASSEE FLORIDA

SUBJECT: Making Opportunities Materialize, Inc.

Dear Sirs:

Enclosed are an original and one copy of the articles of incorporation and a check for \$78.75 (filing fee and certified copy).

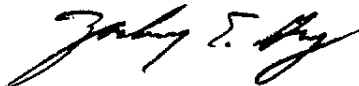
Once filed, please return the certified copy of the articles to:

Gibbs Law Firm, P. A.
5666 Seminole Boulevard
Suite 2
Seminole, FL 33772

If you have any further questions, please contact our office at (727) 399-8300.

Sincerely,

GIBBS LAW FIRM, P. A.



Zachary S. Gray

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Articles of Incorporation003 AUG 11 PM 3:04
of
Making Opportunities Materialize, Inc.
OFFICE OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as the incorporators of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

Article 1

The name of the corporation is MAKING OPPORTUNITIES MATERIALIZE, INC.

Article 2

The principle place of business and the mailing address of this corporation is 144 23rd Avenue South, St. Petersburg, Florida, 33705, Pinellas County.

Article 3

The corporation is organized exclusively for religious, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, the improvement and enhancement of the lives of youth and their families spiritually, physically, and financially using a comprehensive approach utilizing educational forums, seminars, housing development, entrepreneurial training, and financial literacy training, and any other activity not prohibited to corporations under the Florida Not For Profit Corporation Act that is in furtherance of tax exempt purposes.

Article 4

The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors.

Article 5

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, 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 the tax-exempt purposes of the corporation set forth in Article 3.

Article 6

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Article 7

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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.

Article 8

The corporation shall not discriminate on the basis of race, color, or national or ethnic origin. The corporation shall admit students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students and shall be racially nondiscriminatory in the administration of all of its policies and programs.

Article 9

The street address of the initial registered office of the corporation is 144 23rd Avenue South, St. Petersburg, Florida, 33705, and the name of the initial registered agent of the corporation at the initial registered office is Elihu Brayboy.

Article 10

The names and addresses of the initial directors of the corporation are:

Elihu Brayboy	144 23 rd Avenue South, St. Petersburg, Florida, 33705
Cortez Hendryx	10440 Hallmark Boulevard, Riverview, Florida 33569
Mary Hunter	12713 Raven Ridge Road, Raleigh, North Carolina 27614
Illya Jackson	10204 Meadow Crossing Drive, Tampa, Florida 33647

Article 11

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article 12

The period of the duration of the corporation is perpetual unless dissolved according to law.

In Witness Whereof, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation this 8th day of August, 2003.


Elihu Brayboy, Incorporator

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Certificate of Designation 2003 AUG 11 PM 3:04
Registered Agent/Registered Office DEPT OF STATE
TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is: **MAKING OPPORTUNITIES MATERIALIZE, INC.**
2. The name of the registered agent and office is: **ELIHU BRAYBOY**, and the address of the registered office is: **144 23rd Avenue South, St. Petersburg, Florida, 33705.**

Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named corporation at the place designated in this Certificate, 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.

8-08-03

Date


Elihu Brayboy, Registered Agent