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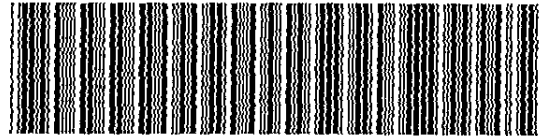
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 8/28

TRANSMITTAL LETTER

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

SUBJECT:

AKBAR POSITIVE CHANGE FOUNDATION, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

_____ \$70.00 . XX \$78.75 .

\$78.75 . \$87.50
Filing Fee Filing Fee & Filing Fee Filing Fee,
Certificate of & Certified Copy Certified Copy
Status & Certificate

ADDITIONAL COPY REQUIRED

FROM:

Name: **Ali Akbar**

AKBAR POSITIVE CHANGE FOUNDATION, INC.
(Printed or typed)

Address:

2304 North Florida Avenue.

City, State & Zip:

Tampa Florida 33603

Daytime Telephone number:

(813) 223-0086

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
AKBAR POSITIVE CHANGE FOUNDATION, INC.**

The undersigned incorporation, in order to form a non-profit corporation under the laws of the State of Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

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TALLAHASSEE, FLORIDA

**ARTICLE I
Akbar Positive Change Foundation**

The name of this corporation shall be: **Akbar Positive Change Foundation, Inc.**

**ARTICLE II
PRINCIPAL OFFICE**

The corporation's registered office is located at: 2304 North Florida Avenue, Tampa Florida 33603.

**ARTICLE III
PURPOSE**

This corporation is organized exclusively for general educational and charitable purposes pursuant to the provisions of the Florida Corporation (Not-For Profit) Law of Florida Statute, within the meaning of Section 501(c)(4) of the Internal Revenue Code including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c) exempt organizations. To this end, the corporation shall seek to bring about civic betterment and social improvements to the community through educational, economic opportunities, and charitable activities. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE IV
LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(4) of the Internal Revenue Code, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as reasonable allowances for authorized expenditures incurred on behalf of the corporation.
2. Notwithstanding any other provision of these articles, the corporation shall not carry on other activities that are prohibited by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation. The incorporators of the Akbar Positive Change Foundation, Inc will appoint initial Board of Directors. Thereafter Board members will be elected by the full board.

**ARTICLE V
DIRECTORS/MEMBERS**

The corporation shall have a voting membership, and may have classes of same, as defined in the corporation's bylaws. The management and affairs of the corporation shall at all times be under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

The corporation's first Board of Directors shall be comprised of the following natural persons:

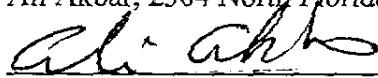
Ali Akbar, Chairman of the Board, 2304 North Florida Avenue, Tampa Florida 33603;
James Jackson, Co-Chairman of the Board, 5805 58th Street Court, Tampa, Florida 33619;
Doug Carlson, Member of the Board of Directors, 16502 Roundoak Drive, Tampa Florida 33618.

**ARTICLES VI
REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

The Registered Agent is:

Ali Akbar, 2304 North Florida Avenue, Tampa Florida 33603



Date: 8-11-03

Signature/Registered Agent

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TALLAHASSEE, FLORIDA

**ARTICLE VII
INCORPORATOR**

The undersigned incorporators certify both that they execute these Articles for the purposes herein stated, and that by such execution, they affirm the understanding that should any of the information in these Articles be intentionally or knowingly misstated, they are subject to the criminal penalties for perjury set forth in Florida Statutes as if this document had been executed under oath.

The incorporators of this corporation are:

Ali Akbar Signature _____ Date 8-11-03
Ali Akbar, 2304 North Florida Avenue, Tampa Florida 33603

James Jackson Signature 8-11-03 Date _____
James Jackson, 5805 58th Street Court, Tampa, Florida 33619

**ARTICLE VIII
DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or Directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE IV
DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(4) 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 a public purpose. Any such assets not so disposed of shall be disposed of by a 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.
