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(Requestor's Name)

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(City/State/Zip/Phone #)

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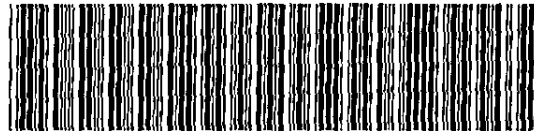
(Business Entity Name)

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05 MAR 21 AM 9:22
TALAMON, FLORIDA
STATE

3/25/05
BUR

TRANSMITTAL LETTER

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

SUBJECT: The Jerome James 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
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: RODRICK SEAY
Name (Printed or typed)

9019 NE 28th St
Address

Clyde Hill, WA 98004
City, State & Zip

404 210 1747
Daytime Telephone number

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

ARTICLES OF INCORPORATION OF

The Jerome James Foundation, Inc.

The undersigned, acting as incorporators of a corporation under the Florida Not For Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation, is The Jerome James Foundation, Inc.

ARTICLE II

The principal place of business and mailing address of the Corporation shall be 9009 Riverview Drive, Riverview, Florida 33569.

ARTICLE III

The Corporation is organized as a charitable organization to assist in the improvement of the lives of families living in low income communities within the United States. The Corporation is committed to, but not limited to, programs providing scholarships and grants to individuals and community organizations, that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, that have demonstrated a commitment to better themselves and the communities they serve through activities focusing on the advancement of education, life skills, and participation in amateur and professional sports competition. The Corporation will receive and administer funds for charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, 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. 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

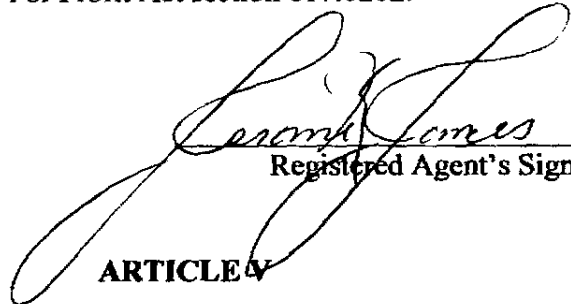
ARTICLE IV

The name of the initial registered agent of the Corporation is Jerome James, whose address is 9009 Riverview Drive, Riverview, Florida 33569. This address is also the initial registered address of the office of the Corporation.

05 MAR 21 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Having been named as the registered agent to accept service of process for the above stated corporation at the place designated in these articles, I hereby accept the appointment as the 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 the registered agent as provided for in the Florida Not For Profit Act section 617.0202.


Registered Agent's Signature

ARTICLE V

The Corporation is empowered to hold any property or any undivided interest therein, without limitation as to amount or value, to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation. The Corporation may do this without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws. Additionally, the Corporation is authorized to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Florida Not For Profit Corporation Act.

ARTICLE VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VII

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of Florida. The method of election of board members will be stated in the bylaws of the Corporation.

ARTICLE VIII

The names and addresses of the initial incorporators are as follows:

Jerome James
9009 Riverview Drive
Riverview, Florida 33569

Rodrick Seay
9019 NE 28th Street
Clyde Hill, WA 98004

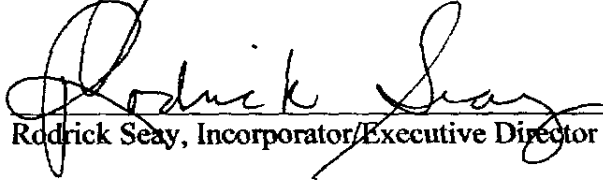
ARTICLE IX

Upon the 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 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.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation on the 4 day of March, 2005.



Jerome James, Incorporator/Chairman



Rodrick Seay, Incorporator/Executive Director