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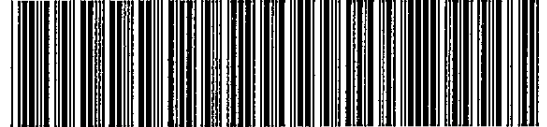
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**ARTICLES OF INCORPORATION OF
STRENGTH IN ACTION. INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned persons, acting, as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

Article I

Name of the corporation: Strength In Action , Inc.

Article II

The address of principal office and the mailing address of the corporation are as follows: 916 26th Street Ct 34221

Article III

The corporation is a not for profit corporation. The general purpose for which the corporation is formed is to provide Social Services , and Educational Intervention to at-risk youth and their families through utilization of Family Support Services , Computer Technology aided educational enrichment, Career development, after-school programs, Sports, and human needs assistance.

In addition, this corporation shall operate for religious, charitable and

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educational purposes as well qualify it as an exempt organization under section 501(c) (3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

Article IV

The corporation is organized upon a non-stock basis as defined in 617.0202 of the Florida Statutes. The corporation shall have a board of directors. The manner in which the directors are elected are stated in the BY-LAWS.

Article V

There are no provision which limits the corporate powers authorized under section 617.0202, Florida Statues.

Article VI

The street Address of the corporation's initial registered office is as follows:
916 26th Street Ct E. Palmetto, Florida 34221 and the name of it's registered agent is Rev. Alfred James .

Article VII

The names and the street address of the incorporators for these articles of incorporation are as follows:

Program Director: Shirley J. Pearson

109 12th Street Ct. West Palmetto, Florida 34221

CEO/ Registered Agent/ Founder Rev Alfred James

916 26th Ct. E. Palmetto, Florida 34221

Article VIII

The board of directors shall elect the following Officers: Chairman, Vice Chairman, 2nd Vice Chairman, Recording Secretary, Assistant Sect., and Treasurer and such other officers as the BY-LAWS of this corporation may authorize the directors to elected at the first Annual meeting of directors. Until such election is held, the following persons shall serve as corporate officers:

Shirley J. Pearson Program Director

Rev Alfred James CEO/Founder/Registered Agent

Administrative Asst. Subrina Newsome

The manner in which the directors are elected is stated in the BY-Laws

Article IX

Subject to the limitations contained in the By-Laws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the By-Laws of this corporation maybe made, altered, rescinded, added to, or new By-Laws maybe adopted, either by a

resolution of the board of directors or by following the procedures set forth therefore in the By-Laws.

Article X

The property of this corporation is irrevocably dedicated to religious and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer of the corporation.

Article XI

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious purposes and provisions of any subsequent federal tax laws.

Article XII

Amendments to these articles of incorporate may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of a quorum of members of the corporation.

The undersigned incorporator has executed these Articles of Incorporation

this ____ day of _____, 2005

Signature of Incorporator:

A handwritten signature in cursive script, appearing to read "Rev. Alfred James", written over a horizontal line.

Rev. Alfred James

Typed name of Incorporator signing

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

(must include suffix)

2. The name and address of the registered agent and office is:

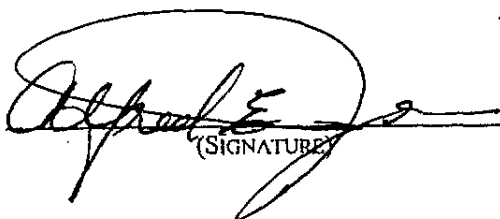
Alfred E. James
(NAME)

916 26th St. Ct. E.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Palmetto, FL 34221
(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above stated 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.


(SIGNATURE)

3/27/05
(DATE)