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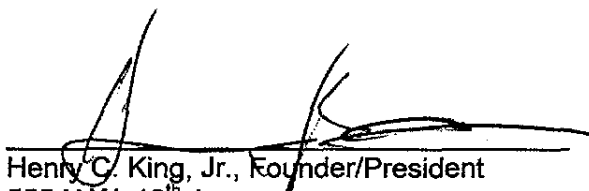
**THE ARTICLES OF INCORPORATION
OF
Men Acting Now, Inc.**

July 29, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Subject: Articles of Incorporation of Men Acting Now, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation for Men Acting Now, Inc.
Also enclosed, please find a money order/check in the amount of \$87.50 (Filing Fees, Registered
Agent Designation and Certified Copy).



Henry C. King, Jr., Founder/President
555 N.W. 12th Avenue
Boynton Beach, Florida 33435
Contact # (561) 541-0830

**THE ARTICLES OF INCORPORATION
OF
Men Acting Now, Inc.
(Florida Not-For-Profit Corporation)
In Compliance with Chapter 617, F.S. (Not-For-Profit)**

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TALLAHASSEE, FLORIDA

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The undersigned, for the purpose of forming a not-for-profit Corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

**Article I
Name**

The name of the Corporation shall be Men Acting Now, Inc. (hereinafter called the "Corporation").

**Article II
Principal Office and Mailing Address**

The principal office and mailing address of the Corporation is, 555 N.W. 12th Avenue, Boynton Beach, Florida, 33435

**Article III
Purpose**

The specific purpose of this not-for-profit Corporation is for the charitable, and educational training purposes in Section 501 (c) 3 of the Internal Revenue Code 1986 and for the purpose of engaging in any lawful act or activity not for pecuniary profit for which not-for-profit Corporation may be organized, so far as is or may be permitted by laws of the State of Florida and Section 501 (c) 3 of the Internal Revenue Code 1986 as amended Men Acting Now, Inc. Also, there will be several programs organized to operate through Men Acting Now, Inc – Destined 2B Men Mentoring Program (D2BM) – Youth Athletic Outreach Enrichment Program (YAOEP) – Letting Us Talk (Street Talk) (LUT) – Youth Health Initiative Program (YHIP) – After Care Prison Program (ACPP) – Stop Teen Violence Outreach Program (STVOP) – Serious Men Acting Responsibly (SMAR) – Youth Outreach Conference (YOC) – Youth Resources On Wheels (YROW) – Scholarship Academic Program (SAP), Tutorial Academic Program (TAP), Entrepreneurship, Workshops, Seminars and Conferences, etc.

**Article IV
Membership**

Any person, relative, corporation, partnership, association or organization who is interested in the purpose of the Corporation, who is capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and who complies with the requirements established from time to time by the by-laws, shall be eligible for membership.

**Article V
Initial Registered Office Agent**

The street address of the initial registered office of the Corporation is 555 N.W. 12th Avenue, Boynton Beach, Florida 33435. The initial registered Agent shall be Henry C. King, Jr..

**Article VI
Board of Directors**

The affairs of this Corporation shall be managed by a Board of Directors consisting of no less than three (3) Directors. The number of Directors may be increased or decreased from time to time, in accordance with the by-laws of the Corporation, but shall never be less than (3). The manner of election of Directors shall be regulated by the by-laws.

Henry C. King, Jr.
Founder/President
555 N.W. 12th Avenue
Boynton Beach, Florida 33435

Ella L. King
Treasurer
555 N.W. 12th Avenue
Boynton Beach, Florida 33435

**THE ARTICLES OF INCORPORATION
OF
Men Acting Now, Inc. (Con't)**

Darlene C. Gilbert
Administrative Secretary/Event Coordinator
713 S.W. 6th Street
Delray Beach, Florida 33435

**Article VII
Incorporator**

The name and address of the person signing these Articles of Incorporation is Henry C. King, Jr., 555 N.W. 12th Avenue, Boynton Beach, Florida 33435.

**Article VIII
Dissolution**

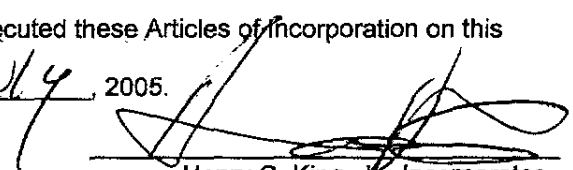
Upon the dissolution or winding up of this Corporation, it's assets remaining after payment or provisions for payment of all debts and liabilities of the Corporation shall be distributed to a not-for-profit fund, foundation or corporation, which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (c) 3 of the Internal Revenue Code 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

**Article IX
Limitations**

No part of the net earning of the Corporation shall inure to the benefit of, or be distributed to it's Directors, Officers, Members or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of any of it's purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislations (except as otherwise provided in subsection (h) of Section 501 (c) 3 of the Internal Revenue Code 1986, as amended), and the Corporation shall not participate or intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501 (c) 3 of the Internal Revenue Code 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a Corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on this

29th day of July, 2005.


Henry C. King, Jr., Incorporator

The Articles of Incorporation of Men Acting Now, Inc., (A Florida not-for-profit corporation) in compliance with Chapter 617, F.S. (not-for-profit)

**THE ARTICLES OF INCORPORATION
OF
Men Acting Now, Inc. (Con't)**

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**Certificate Designating the Address And
An Agent Upon Whom Process May Be Served**


Witnesseth:

That, Men Acting Now, Inc., desiring to organize under the laws of the State of Florida, has named Henry C. King, Jr. as its agent to accept Service of Process within this state.

Acknowledgment:

Having been named to accept Service of Process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.050, Florida Statutes..

Dated this 29 day of July, 2005


Henry C. King, Jr. Incorporator