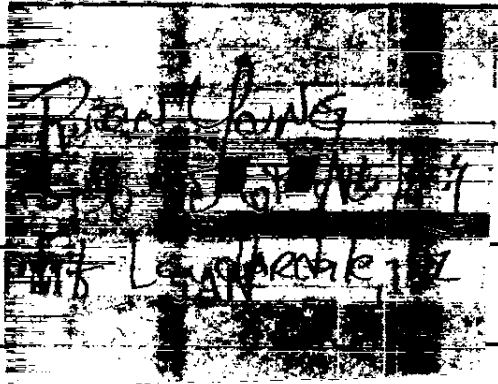


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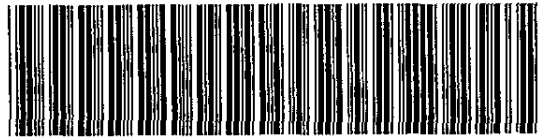
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ARTICLES OF INCORPORATION
OF
THE BLACK COMMUNITY INC. OF AMERICA
D/b/a Blacks Organizing Leadership Development
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED
06 JAN 24 PM 3:04
CLERK OF DISTRICT COURT
FLORIDA

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

ARTICLE I: NAME

The name of the Corporation shall be: **THE BLACK COMMUNITY INC. OF AMERICA** hereinafter referred to as the "Corporation."

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation shall be: 5150 N.E. 6th Ave, 107 Fort Lauderdale, FL 33334.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law,

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501© (3) of the Internal Revenue Code of 1986, as amended. Including distributions to organizations that qualify as exempt under that Section 501 © (3) more specifically, the Corporation shall provide opportunities for identifying communities of low to moderate incomes to participate in social events, religious, mentoring and educational activities. One objective is, to expose disadvantaged communities to various positive resources, and to positive and social and moral disadvantaged with an effort to increase their perception of potential career opportunities. We will stress the importance of career training and development, economic opportunities, community revitalization, housing, employment, money

management, emergency management, debt elimination, entrepreneurship, healthcare, home ownership, educational opportunities, family values and social and psychological development of our communities, as well as respect for others. To serve a growing population and restore resources which are essential for sustainability, longevity, productivity and entrepreneurship. To assist community members by helping to instill real economic values and long-term investments as it pertains to the future of our youth and to work towards employing real economic opportunities that bring communities together giving them hope, financial liberation and community enrichment. This is a plan to incorporate the black community giving it all of the benefits and incentives under a duly authorized corporation and its articles. *Building A Better Neighborhood, One Community; At a Time.* Notwithstanding any other provision of the Article, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501 © (3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation contributions to which are deductible under Section 170 © (@) of the Internal Revenue Code of 1986 (or the Corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition) any candidate for public office.

In rendering in its functions and in exercising its purpose, the corporation shall not practice or permit discrimination on the basis of sex, age, race, national origin, religion or disability.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The corporation registered office shall be located at 5150 N.E. 6th Ave, 107 Oakland Park, FL 33334. Rubin Young is the registered agent of the Corporation at that address.

ARTICLE VII: BOARD OF DIRECTORS

THE INITIAL board of Directors shall consist of (4) persons.

Also, the Corporation shall indemnify all employees and officers of the fullest extent permitted in the Florida Not for Profit Corporation Act.

Except as many otherwise be provided in the Articles of Incorporation or appropriate laws, the members of the Board of Directors shall be elected subject to the approval of

the President: by the majority vote of the votes cast at regular or special meeting to be held by the Directors, present in person, who are entitled to vote in the election. Entitlement to vote in any such election shall be limited to Directors who served at least one month prior to any election held to elect members to the Board.

Any vacancy in the Board of Directors occurring by reason of an increase in the number of Directors shall be filled by a majority vote of the votes cast at a regular or special meeting by the Directors present in person, who are entitled to vote in the election subject to the approval of the President. Vacancies occurring by reason of the death, resignation, disqualification, removal, inability of a Director to act, or to otherwise, shall be filled by a majority of the votes cast at a regular or special meeting of the Directors called for that purpose. In an election where the number of Directors qualified to vote is less than three (3) in number, the unexposed portion of any term shall be filled by a vote of a majority of the remaining Directors, though less any specified quorum, at any regular or special meeting of the Board of Directors called for that purpose.

The number of Directors may be increased or decreased from time to time by an amendment to the bylaws, but at no time shall there be less than three directors. A director of the corporation shall be exempt from personal liability of the Corporation for monetary damages of breach of Fiduciary duty as a Director to the fullest extent authorized under the Florida Not for Profit Corporation Act. All directors shall be selected as provided for the by-laws. The initial Board of directors shall consist of:

Rubin Young – President and CEO
5150 N.E. 6th Avenue, 107
Oakland Park, FL 33334

Adlore Casseus – Vice President and Treasurer
1165 N.W. 108th Terrace
Miami, FL 33168

Patrice Burke – Board of Director
4400 N.W. 36th Street
Fort Lauderdale, FL 33319

Gerald W. Parker – Board of Director
P.O. Box 932
New Bern, NC 28569

ARTICLE VIII: OFFICERS

The officers of the Corporation shall be a President and CEO, Vice President, Treasurer, and such other officers as may be provided in the by-laws.

ARTICLE IX: AMENDMENT

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present, subject to the approval of the President, provided that notice of the intention to submit amendments shall have been given as provided by the by-laws.

ARTICLE X: DISTRIBUTION OF ASSETS UPON DISSOLUTION

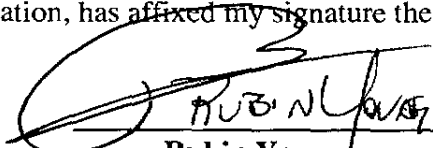
The property of this corporation is irrevocably dedicated to charity and educational purposes and no part of the net income or assets of this corporation shall ever insure to the benefit of any director, officer, or member other of or to benefit of any private person. Upon dissolution or winding upon the corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501© (3) of the Internal Revenue Code.

ARTICLE XI: INCORPORATORS

The incorporator of the Corporations is as follows:

Rubin Young
5150 N.E. 6th Ave, 107
Oakland Park, FL 33334

IN WITNESS WHEREOF, I, Rubin Young, the undersigned incorporator to these Article of Incorporation, has affixed my signature thereto on January, 2006.


Rubin Young



ALBERTA MITCHELL
MY COMMISSION # DD 452011
EXPIRES: August 26, 2009
Bonded Thru Budget History Services

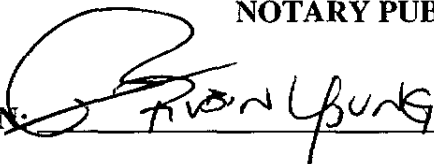
(STATE OF FLORIDA
COUNTY OF BROWARD)

Rubin Young, who personally appeared before me at the time of notarization and who is personally known to me or have produced valid identification, swore to the foregoing instrument before me this 16th day of January, 2006.



ALBERTA MITCHELL
MY COMMISSION # DD 452011
EXPIRES: August 26, 2009
Banded thru Budget Notary Services

NOTARY PUBLIC:

SIGN: 

PRINT: RUBIN YOUNG

STATE OF FLORIDA AT LARGE

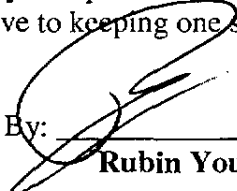
**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said Acts:

First **THE BLACK COMMUNITY INC. OF AMERICA**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-
ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated into this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping one said office.

By: 
Rubin Young

DATED: 1/16/05

FILED
06 JAN 24 PM 3:04
TALLAHASSEE, FLORIDA