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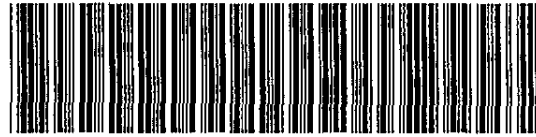
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 9, 2006

JOHNIELL UNDERWOOD
1605 B 25TH AVE
TAMPA, FL 33605

SUBJECT: UNDERWOOD FOUNDATION, INC.
Ref. Number: W06000006417

We have received your document for UNDERWOOD FOUNDATION, INC. and your check(s) totaling \$61.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Please list complete addresses for the officers/directors listed within the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6924.

Stacy Prather
Document Specialist Supervisor
New Filing Section

Letter Number: 506A00009590

**ARTICLES OF INCORPORATION
OF
UNDERWOOD FOUNDATION
A Florida "Not for Profit" Corporation**

The undersigned, acting as the incorporators of a corporation organized under Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

1-1. The name of the Organization shall be the Underwood Foundation, Inc.

ARTICLE II

PRINCIPAL OFFICE LOCATION

2-1. The principal office location of the Corporation is at 1605 B 25th Ave., Tampa, Florida, 33605

ARTICLE III

DURATION

3-1. The Corporation shall be in perpetual existence. Corporate existence shall commence on the date of the filing of these Articles of Incorporation with the Florida Division of Corporations.

ARTICLE IV

PURPOSES

The Underwood Foundation, Inc. is formed exclusively for charitable and education purposes, within the meaning of I.R.C. 501© (3). The purposes are to promote and advocate, through education, publicity, negotiation, and other lawful means, the establishment of a wholesale, clean livable community environment (free from crime, drugs, and homelessness) for Ex-Offenders and other citizens who return and reside in the Underwood Foundation, Inc. community. When ever feasible, the Corporation shall work in corporation and concert with, and in support of established community groups and public and private agencies dedicated to the strengthening of this community's objective, and its membership shall reflect that goal.

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The general purposes and powers are to have and to exercise all rights and powers conferred on Not For Profit corporation under the laws of Florida. All of the foregoing purposes and powers shall be exercised exclusively for charitable and educational purposes in such manner that the corporation shall qualify as an exempt organization under Section 501 © (3) of the Internal Revenue Code of 1954, as it is currently or herein after may be in force and effect.

ARTICLE V

MEMBERSHIP

The authorized number, if any, and qualification of members of the Underwood Foundation, Inc. the different classes of membership, if any, the property, voting, and other rights and privileges of members and their liability for dues and assessments and the methods of collections and the termination and transfer of membership, shall be as set forth in the By-Laws of the Corporation.

ARTICLE VI

LIMITATIONS

No part of the net earning of the Underwood Foundation, Inc. shall inure to the benefit of, or be distributable to its members, trustees, directors, or other private persons. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distribution to furtherance of the purposes set forth in Article IV hereof. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income taxation under Section 501 © (3) of the Internal Revenue Code, or corresponding provision of any future federal tax codes; or by a corporation to which contributions are deductible under Section 170©(2) of the Internal Revenue Code, or corresponding provisions of any future federal tax codes

ARTICLE VII

BOARD OF DIRECTORS AND OFFICERS

6-1. The Officers and Board of Directors shall consist of a President, Vice President, Secretary, Treasurer, and three (3) to six (6) registered members. These officers and directors shall be selected by a majority vote of the legal members as described in Article V.

ARTICLE VIII

DISSOLUTION

In the event of dissolution of the Underwood Foundation, Inc., assets of the Corporation shall be disposed by the Florida Court of the County in which the principles office of the Corporation is then located, exclusively for such purposes or to such organizations as said court shall determine, which are organized and operated for charitable purposes.

ARTICLE IX

BYLAWS

The Bylaws of the Underwood Foundation, Inc., shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws

ARTICLE X

INITIAL DIRECTORS/OFFICERS

| 7-1. NAME | ADDRESS | |
|----------------------------|-----------------------------|-------------------------|
| 1. Johniell Underwood | 1605 B 25 TH AVE | TAMPA, FL |
| 2. WALLACE B. ANDERSON | 2202 N. West Shore Blvd | |
| 3. KENNETH MILDROW | 103 E. LAMBRIGHT | TAMPA, FL |
| 4. Glen Smith | 1138 CHESTNUT ST. | TAMPA, FL |
| 5. Andre AKIS | 2304 TOWERLY TRAILS | TAMPA, FL |
| 6. CHARLES BARRON | 2133 WALNUT ST. | TAMPA, FL |
| 7. XXXXXXXXXXXX | XXXXXXXXXXXX | XXXXXXXXXXXX |
| AL Fred A. G. HUNTER | 3926 Cherry St. | TAMPA, FL |

ARTICLE XI

INITIAL REGISTERED AGENT AND STREET ADDRESS

| NAME | ADDRESS |
|--------------------|-------------------------------------------------|
| Johniell Underwood | 1605 B-2 5 TH AVE TAMPA, FL 33605 |

ARTICLE XII

INCORPORATOR

NAME

ADDRESS

Underwood FOUNDATION, INC. 11605B 25TH AVE TAMPA, FL.

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

Johniell Underwood
Signature/Registered Agent

9-1-05
Date

Johniell Underwood
Signature/Incorporator

9-1-05
Date

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2005 FEB 20 A 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA