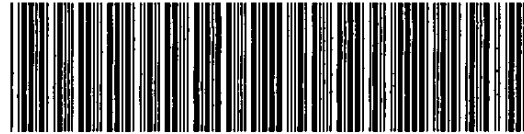


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TALLAHASSEE, FLORIDA

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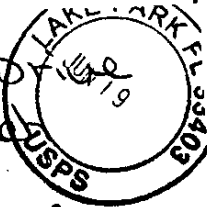
(Donor's Name)

Erica Minus

4235 Waverly Dr

West Palm Beach

Florida 33407



(City/State/Zip/Phone #)

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ARTICLES OF INCORPORATION

OF

INNER CITY ACHIEVERS, Inc.

ONE: The name and address of this principal Corporation is Inner City Achievers, Inc., 4235 Waverly Drive, West Palm Beach, Florida 33407, in Palm Beach County. The Corporation is organized pursuant to the Florida Corporation Code.

TWO: This Corporation is a non-profit public benefit Corporation and is not organized for the private gain of any person. The Corporation is organized under the Non-profit Public Benefit Corporation Law for charitable and educational purposes to aid the poor and disadvantage individuals and families towards a life of self-sufficiency. The programs will consist of Economic Development Programs, but shall not be limited to: Homelessness, Health Care, Computer Technology, Child Care, At Risk Youth Tutorial, Land Acquisition, Housing, Job Training and Placement, Mentorship, Counseling, HIV and Sexually Transmitted Disease Awareness, Aftercare Program, Life Changing Seminars, Outreach Advocacy Programs for Students, Literacy, Teenage Pregnancy and Maternal Child Health Services, Early Child Development Workshops for Teens, Drowning Prevention Awareness, Assist with Foster Care Kids, Youth Academic and Employment Training, Gang Awareness, Gun Violence Education, Substance Abuse Awareness and Prevention, Food for Families, Family Planning, Homosexually Oriented Peer Empowerment Support, Grief and Loss Collaborative and Family Therapy Solutions,

THREE: The duration of this Corporation shall be perpetual, no stock and have no members.

FOUR: The address of the registered office is 4235 Waverly Drive, West Palm Beach, Florida 33407, in Palm Beach County. The registered agent at said address is:

Rev. Erica R. Minus
4235 Waverly Drive
West Palm Beach, FL. 33407

FIVE:

- (a) This Corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.
- (b) Notwithstanding any other provisions of these articles the Corporation shall not carry on any other activity not permitted to carry on (1) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of (2) by a Corporation contribution to which are deductible under
- (c) Section 170(c) (2) of the Internal Revenue Code.

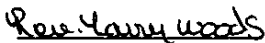
SIX: The Directors are elected in accordance with the By-Laws. The names and addresses of the persons appointed to act as the initial Directors of this Corporation are:

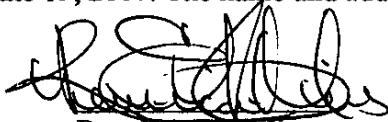
| Name | Address |
|---|--|
| Rev. Larry Woods CEO/President | 4235 Waverly Drive West Palm Beach, FL 33407 |
| Rev. Erica R. Minus Vice CEO/President | 4235 Waverly Drive West Palm Beach, FL 33407 |
| Minister Elois Donaway Treasure | 2708 N. Australian Ave. West Palm Beach, FL 33407 |
| Curtis Donaway Secretary | 4235 Waverly Drive West Palm Beach, FL 33407 |

SEVEN: The property of this Corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any private person.

EIGHT: On the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts, and liabilities of this Corporation, shall be distributed to a non-profit Fund, Foundation, or Corporation, which is organized and operated exclusively for, Charitable and Educational purposes under Section 501©(3) of the Internal Revenue Code.

NINE: Executive on June 19, 2007. The name and address of the incorporators of this Corporation shall be:


Rev. Larry Woods
4235 Waverly Drive
West Palm Beach, FL. 33407


Rev. Erica R. Minus
4235 Waverly Drive
West Palm Beach, FL. 33407

**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:

INNER CITY ACHIEVERS, Inc.

(must include suffix)

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

ERICA R. MINUS

(NAME)

4235 Waverly Drive

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

West Palm Beach, FL 33407

(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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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)

6/19/07
(DATE)