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TALLAHASSEE, FLORIDA

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BY:

FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 16, 2007

LAW OFFICES CARON SPEAS, P.A.
613 ST. JOHNS AVENUE, SUITE 203
PALATKA, FL 32177

SUBJECT: NEW FREEDOM SYSTEMS, INC.
Ref. Number: W07000051301

We have received your document for NEW FREEDOM SYSTEMS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

- * The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the corrected 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) 245-6870.

Karen Saly
Regulatory Specialist II
New Filing Section

Letter Number: 307A00060864

LAW OFFICES

CARON SPEAS, P.A.

613 St. Johns Avenue, Suite 203, Palatka, Florida 32177

speaslaw@bellsouth.net

Telephone (386) 329-9081

Facsimile (386) 329-9082

October 23, 2007

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

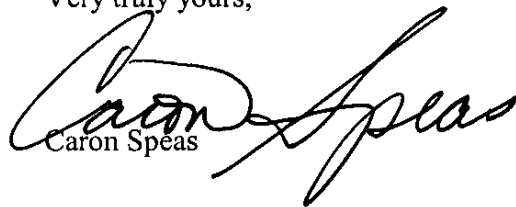
Re: New Freedom Systems, Inc.

Dear Sir or Madam:

In response to your letter of October 16, 2007 (attached), enclosed for filing please find a corrected original and one copy of the Articles of Incorporation for the above-referenced corporation. I am also enclosing a stamped envelope to facilitate your returning a certified copy of the articles as well as a Certificate of Status.

Thank you for your prompt attention. Please give us a call if you have any questions.

Very truly yours,


Caron Speas

CS:tb
Enclosures

ARTICLES OF INCORPORATION

ARTICLE I

CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is **NEW FREEDOM SYSTEMS, INC.**

The principal office of this corporation is: 500A CR 207A East Palatka, FL 32131.
The mailing address of this corporation is: 500A CR 207A East Palatka, FL 32131.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. To provide services to women who are recently released from incarceration, including location of housing, education and job training, development of life skills, counseling, and mental health services in order to achieve their smooth and successful transition and re-entry into mainstream society.

B. To provide support services to women who are incarcerated regarding clemency and parole opportunities and procedures, and to help educate and support the families of female inmates concerning the rules, regulations, and procedures of correctional institutions.

C. To function as a liaison between previously incarcerated women and other government and private organizations that provide services of benefit to the recently released.

D. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

AUTHORIZED MEMBERSHIP CERTIFICATES

A. This corporation shall be authorized to issue 100,000 membership certificates.

B. All membership certificates issued by the corporation shall contain a statement on the face of thereof that it is a non-profit corporation. If such shares are restricted as to their sale or purchase, the membership certificates shall bear a legend stating that such shares are restricted in the manner described in the By-Laws or any agreement between the members,

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and that a copy of such By-Laws or agreement shall be provided to all members.

C. Except as otherwise prescribed by Florida law, each share shall entitle the holder thereof to one vote.

ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees, consisting of not less than five (5) persons. The number of Trustees of the corporation shall be five (5), provided, however, that such number may be changed by a By-Law duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at Putnam County Public Library on the third Thursday of January of each year at 1:00 p.m., or such other time and place or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The name and addresses of such initial members of the Board of Trustees are as follows:

Name	Address
Kenneth E. Venables	2002 Cherry Lane, P. O. Box 892, Palatka, FL 32178
Kelly Smallridge	P.O. Box 350612, Grand Island, FL 32735
Bonnie Kerness	89 Market Street, 6 th Floor, Newark, NJ 07102
Mary Ellen DiGiacomo	500 CR 207A East Palatka, FL 32131
Priscilla Ostapiej	P. O. Box 1, East Palatka, FL 32131

B. Corporate Officers. The Board of Trustees shall elect the following officers: President, Vice-President, Secretary, and Treasurer, and such other officers, and in such manner, as the By-Laws of this corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

	Name	Address
President	Mary Ellen DiGiacomo	500 CR 207A East Palatka, FL 32131
Vice -President	Priscilla Ostapiej	P. O. Box 1, East Palatka, FL 32131
Secretary	Priscilla Ostapiej	P. O. Box 1, East Palatka, FL 32131
Treasurer	Priscilla Ostapiej	P. O. Box 1, East Palatka, FL 32131

ARTICLE VII EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, Trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 of 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue Law.)

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE X SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

Name	Address
Mary Ellen DiGiacomo	500 CR 207A East Palatka, FL 32131
Priscilla Ostapiej	P. O. Box 1, East Palatka, FL 32131

ARTICLE XI
AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the By-Laws.

ARTICLE XII
DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational or charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII
REGISTERED AGENT AND OFFICE

The name and address of the registered agent and office is: **Caron Speas, Esquire, 613 St. Johns Avenue - Suite 203, Palatka, FL 32177.**

I, CARON SPEAS, having been named as registered agent 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.

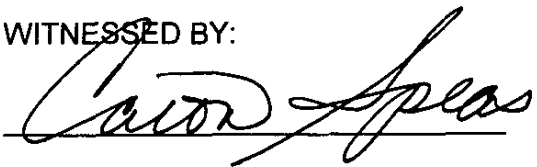
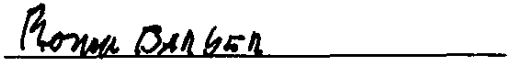

Caron Speas, Registered Agent

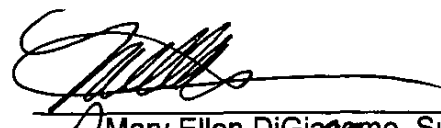

ARTICLE XIV
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 23th day of October, 2007.

WITNESSED BY:


Mary Ellen DiGiacomo, Subscriber

Priscilla Ostapiej, Subscriber