

Amended
ARTICLES OF INCORPORATION

FILED

Of

2010 NOV 10 PM 3:49

THE STATE OF FLORIDA OMEGA FRIENDSHIP FOUNDATION, INCORPORATED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, in compliance with Chapter 617, F.S., for the purpose of forming a corporation under the Florida Not for Profit Corporation Code, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

The State of Florida Omega Friendship Foundation, Incorporated.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

240 North Magnolia Drive, Tallahassee, FL 32301.

ARTICLE III: PURPOSE(S)

The Corporation is formed exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as from time to time amended, including, for such purposes, the support of programs designed to positively impact the community at large.

The specific purposes for which the corporation is organized are:

1. Our challenge is to continue to work and uplift humanity.
2. Throughout the year, to mentor youth, sponsor blood drives, raise money for scholarships and charitable causes and start initiatives that encourage our Brothers to make a difference in the lives of Black people.
3. To encourage high standards; community service and assist in the building of character and leadership development among men.

ARTICLE IV: MANNER OF ELECTION OF DIRECTORS

The board of directors will be elected by majority vote of the Members of this Corporation. One member will make a motion to have an individual considered as a director. Once that motion has been properly seconded, it will be put to a vote. There will be a minimum of four directors for The State of Florida Omega Friendship Foundation, Incorporated.

ARTICLE V: INITIAL DIRECTORS AND/OR OFFICERS

The name and address of the Officers are:

George Grace, President
240 North Magnolia Drive, Tallahassee, FL 32301

Dorsey Miller, Vice-President
240 North Magnolia Drive, Tallahassee, FL 32301

Benjamin Crump, Keeper of Finance
240 North Magnolia Drive, Tallahassee, FL 32301

Egar Mathis, Keeper of Records & Seals
240 North Magnolia Drive, Tallahassee, FL 32301

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Benjamin Crump
240 North Magnolia Drive
Tallahassee, FL 32301

ARTICLE VII: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Benjamin Crump
240 North Magnolia Drive
Tallahassee, FL 32301

ARTICLE VIII: QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner for admission shall be as set forth in and regulated by the BY LAWS of the Corporation.

ARTICLE IX: VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the BY LAWS of the Corporation.

ARTICLE X - LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE XI- TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE XII - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE XV - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XVI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


ARTICLE XVII- INDEMNIFICATION

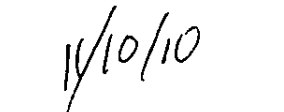
The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and

expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation' otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE XVIII - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or- shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.


Benjamin Crump
Treasurer


Date

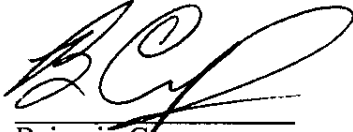
The articles of amendment were adopted on 10-10-10 by the members.

Certificate of Designation
Registered Agent/Registered Office

Pursuant to the provisions of applicable 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: The State of Florida Omega Friendship Foundation, Incorporated
2. The name and address of the registered agent and office is: Benjamin Crump
240 North Magnolia Drive, Tallahassee, FL 32301

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



Benjamin Crump

11/10/10

Date