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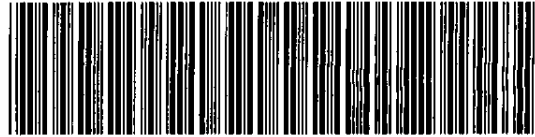
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10 APR 21 AM 11:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRD
4/22

COVER LETTER

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

SUBJECT: OMICRON UPSILON LAMBDA FOUNDATION, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Lawrence E. Moncrief
Name (Printed or typed)

9425 Peabody Ct
Address

Boca Raton, FL 33496
City, State & Zip

561-883-6398
Daytime Telephone number

1emon15206@aol.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
OMICRON UPSILON LAMBDA FOUNDATION, INC.**

In compliance with the requirements of Chapter 617.01 et. seq., of Florida Statutes, the undersigned desiring to incorporate a nonprofit corporation, hereby states that:

ARTICLE I

The name of the corporation is Omicron Upsilon Lambda Foundation, Inc.

ARTICLE II

The address of the corporation's initial registered office is:

170 NW 5th Avenue, Delray Beach, FL 33444

ARTICLE III

The corporation is organized exclusively for charitable religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV

The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

ARTICLE V

The corporation is organized upon a non-stock basis.

ARTICLE VI

Membership in the corporation shall be limited to individuals who are active members of Omicron Upsilon Lambda Chapter of Alpha Phi Alpha Fraternity, Inc.

ARTICLE VII

The management of the Corporation shall be vested in the Board of Directors. The number of directors constituting the initial board of directors is seven (7). The number of directors may be increased or decreased from time as shall be determined by the membership. Directors shall be elected by the members at the annual meeting of the membership for three (3) year terms.

ARTICLE VIII

Section 8.1. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to the corporation's officers, directors or private individual, but the corporation shall be authorized and empowered to pay reasonable compensation for service rendered, and to make payments and distributions in furtherance of the purposes set forth in Article III hereof,

Section 8.2. No officer or director of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

Section 8.3. No substantial part of the activities of the corporation shall be the carrying on 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 or in opposition to any candidate for public office.

Section 8.4. Notwithstanding any other provision of this Articles of Incorporation, the corporation shall not carry on other activities not permitted to be carried on by a corporation exempt from federal income tax under Sections 501 (c)(3) and 501 (c)(3) and 509(a)(1), (2) or (3) of the Code, or by a corporation contributions of which are deductible under Section 170 (c)(2) of the Code.

ARTICLE IX

The name and address of the Registered Agent is Lawrence E. Moncrief, 9425
Peabody Ct., Boca Raton, FL 33496

ARTICLE X

It is intended that the corporation shall have the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Code and an organization described in Section 501(c)(3) of the Code. These Articles shall be constructed accordingly, and all powers and activities of the corporation shall be limited accordingly.

ARTICLE XI

The term of existence of the corporation shall be perpetual.

ARTICLE XII

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 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 purposes. Any such assets not so disposed of shall be disposed of by a 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 organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

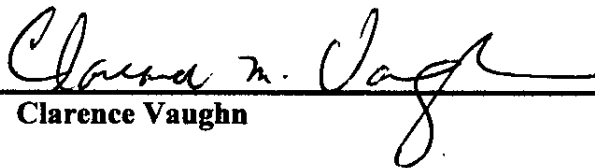
ARTICLE XIII

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a director or officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursement, incurred by him or her (or by his or her heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such director or officer is liable for negligence or misconduct in the performance of his or her duties. Such right on indemnification shall not be deemed exclusive of any other rights to which such director or officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE XIV

The name and address of the incorporator is Clarence Vaughn, 117650 Woodview Terrace, Boca Raton, FL 33496

IN TESTIMONY WHEREOF, the incorporator has signed and sealed these Articles of Incorporation of the corporation this 19th day of April, 2010


Clarence Vaughn

Having been named as Registered Agent to accept services of process for the above stated corporation at the designated in this certificate, I am familiar with and accept the appointment as Registered Agent, and agree to act in this capacity.

Accepted:


Lawrence E. Moncrief

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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