# Division of Corporations

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#### FLORIDA PROFIT/NON PROFIT CORPORATION new africa inestment group of south florida, inc.

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August 18, 2011

#### FLORIDA DEPARTMENT OF STATE

Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: NEW AFRICA INVESTMENT GROUP OF SOUTH FLORIDA, INC.

REF: W11000043173

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

Please return 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) 245-6995.

Jessica A Fason Regulatory Specialist II FAX Aud. #: H11000206183 Letter Number: 511A00019405

P.O BOX 6327 - Tallahassee, Florida 32314

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#### ARTICLES OF INCORPORATION

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· OF

NEW AFRICA INVESTMENT GROUP OF SOUTH FLORIDA, INGALLAHASSEE, FLORIDA

18350 NW 2<sup>nd</sup> Avenue, Suite 500, Mismi, Florida 33169

SECRETARY OF STATE
18350 NW 2<sup>nd</sup> Avenue, Suite 500, Mismi, Florida 33169

#### ARTICLE I

The name of the Corporation is:

NEW AFRICA INVESTMENT GROUP OF SOUTH FLORIDA, INC.

Principal Office: 18350 NW 2<sup>nd</sup> Avenue, Suite 500 Miami, Florida 33169

#### ARTICLE 11

The Corporation may engage or transact in any or all activity or business permitted under laws of the United States and the State of Florida. The corporation shall exist perpetually.

#### ARTICLE III

#### CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time. The consideration to be paid for each share of stock shall be fixed by the members.

#### ARTICLE IV

#### VOTING

At each election for directors, every member, (if there is more than one class and one class is non-voting) shall have the right to vote, in person or by proxy. Notice must be given by any shareholder to the President and the Vice-President of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors, that such shareholders intend to cumulate his vote at said election.

#### ARTICLE V

#### MEMBER INTEREST

A members interest in the corporation shall be governed by the amount of the members investment in projects entered into by the membership.

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#### ARTICLE VI

#### INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

#### ARTICLE VII

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: NASHID SABIR, ESO.

INITIAL REGISTERED OFFICE: 18350 NW 2MD AVENUE, SUITE-500, MIAMI, FLORIDA 33169

#### ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept the process on the Corporation at the Initial Registered Office designated in these articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT:

#### ARTICLE VIII

INITIAL MEMBER(S)

The Corporation shall be governed by its members, who are:

Name (8)

THOMAS JIHAD AL-MARUF RASHAD EL-AMIN MELVIN SABREE MALIK A, MATEEN

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MUMIM MANNINGS
MASUD HALIM
HAKIM SHAMBED
ABDUR RAHMAAN
ABDUL R. KHALID
ABDUL RASHEED ALI
RASCOL MALIK
MUHAMMAD

#### ARTICLE IX

#### INITIAL OFFICER(\$)

The name(s) and title(s) of the initial Officers of the Corporation is(are):

MALIK MATEEN, PRESIDENT MUHAMMAD, RECORDING SECRETARY

#### ARTICLE X

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of one-hundred (100) shares of one-dollar (\$1.00) par value common stock, which shall be designated "common shares." The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

#### ARTICLE XI

#### SPECIAL VOTE REQUIREMENTS

The following acts of the Corporation shall not be performed without the written consent of affirmative vote of the members:

- (1) amer.dment of the Articles of Incorporation
- (2) amendment of the Bylaws of the Corporation

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(3) increase of the capital stock of the Corporation

voluntary bankruptcy of the Corporation

dissolution of the Corporation

change in membership rules

change voting rights

investing capital

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### article XII

#### INCORPORATOR

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

INCORPORATOR: MALIK A. MATEEN ADDRESS: 17031 NW 12<sup>TR</sup> AVENUE, MIAMI GARDENS, FLORIDA 33169

Incorporator

Personally appeared before me, the undersigned authority,

\*\*MALIK A MATEGN\*\* who signed the foregoing Afridavit in my presence and who being by me first duly sworn, deposes and says that he/she knows the contents of said Affidavit. MIRHI

Witness my hand and official seal at Dabe County, 7 day of AdamsT, 2011.

THOMAS J. AL. MARGE

Name of Notary Public My commission expires: 4/1/1/3

Notary

Affiant Known x Produced I.D. Type of ID. Florida Driver License

MOTARY PURILCHIATE OF PLORIDA
TROUBS J. Al-Maruf
Commission of DD846201
Expires: JAN. 17, 2015
LONDED YERO ATLANCE SERVING CO., DE.

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