

ARTICLES OF INCORPORATION

OF

THIRD DISTRICT SCHOLARSHIP, TALENT HUNT, AND SOCIAL ACTION FOUNDATION

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, state as follows:

1. The name of the corporation is: Third District Scholarship, Talent Hunt, and Social Action Foundation.
2. The corporation is to have no members.
3. The affairs of the Corporation shall be managed by the Board of Directors. All directors shall be appointed by the Third District of the Omega Psi Phi Fraternity, Incorporated. The initial number of directors of the Corporation shall be no fewer than Three (3). The number of directors may be increased or decreased from time to time by amendment to the By-Laws.
4. A. The corporation's initial registered office address which is the business address of the initial registered agent is: 5881 Goolagong Drive, Virginia Beach VA 23464-5009.
B. The registered office is physically located in the City of Virginia Beach.
5. A. The name of the of the corporation's initial registered agent is James Peterson, Sr.
B. The initial registered agent is:
 - (1) An individual who is a **resident of Virginia** and
[x] an initial director of the corporation
6. A. The duration of the corporation is perpetual.
B. The purpose for which the Corporation is formed is exclusively for educational, civic, literary, scientific, prevention of cruelty to children or animals, and other similar non-profitable purposes, as contemplated by Section 501 (c) (3) of the Internal Revenue Code of 1954 (any reference herein to any provision of such Code shall be deemed to mean provisions as now or hereafter existing, amended, supplemented or superseded).
C. The assets of the Corporation shall be at all times dedicated to the purpose set out above, and none of the net earnings shall inure in whole or in part to the benefit of any private individual, association or corporation. If for any reason it becomes necessary to dissolve or liquidate the Corporation, the remaining assets of the Corporation, after its lawful obligations and all other requirements of law are met and complied with, shall be

transferred or conveyed to one or more corporations, societies, or organizations engaged in activities similar to those of the Corporation and qualifying under Section 501 (c) (3) of the Internal Revenue Code of 1954, as may be specified in a plan of distribution adopted as provided by law or as directed by a court of competent jurisdiction. The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

D. The Corporation may solicit and receive funds and property by gift, transfer, devise or bequest, and may administer and apply such funds and property only in the furtherance of the purposes set out in paragraph B above.

E. The Corporation shall not engage in any activities attempting to influence legislation, nor shall it directly or indirectly participate or intervene (including publishing or distributing statements) in any political campaigns on behalf of any candidate for public office or any other activity not within the purposes set out in paragraph B above.

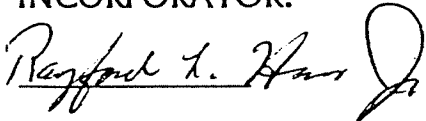
F. The Corporation shall do any and all lawful things which may be necessary, useful, suitable or proper for the furtherance or accomplishment of the purposes and powers of the Corporation, and shall exercise all powers possessed by Virginia corporations of similar character, including the power to own, lease, contract for the purchase and sale of, and to mortgage or otherwise encumber, real and personal property.

G. The private property of the officers and directors of the Corporation shall not be subject to payment of corporate debts to any extent whatsoever.

7. THE NAMES and ADDRESSES of the initial directors are:

<u>Name</u>	<u>Address</u>
Gary C. Clark	11102 Mt. Lubentia Way Upper Marlboro, MD 20772
James Peterson, Sr.	5881 Goolagong Drive Virginia Beach, VA 23464-5009
Charles L. Briggs	2208 Roslyn Avenue District Heights, MD 20747-2431

8. INCORPORATOR:



Rayford L. Harris, Jr.
4405 North Avenue
Richmond, VA 23222-1024