

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9636771
EFFECTIVE DATE: 11/05/1996
COUNTY : FULTON
REFERENCE : 0107
PRINT DATE : 12/05/1996
FORM NUMBER : 311

WELI & ASSOCIATES, P.C.
340 WEST PEACHTREE STREET, SUITE 200
ATLANTA GA 30308

CERTIFICATE OF INCORPORATION

I, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

NATIONAL ORGANIZATION OF IKWERRE PEOPLE, USA, INC.
A DOMESTIC NONPROFIT CORPORATION

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
NATIONAL ORGANIZATION OF IKWERRE PEOPLE, USA,
INC.

ARTICLE ONE

The name of the corporation is:

NATIONAL ORGANIZATION OF IKWERRE PEOPLE,
USA, INC.

ARTICLE TWO

The Corporation is organized pursuant to the Georgia Nonprofit Corporation Code.

ARTICLE THREE

The Corporation shall have members. The number and qualifications for and other matters relating to its members shall be as set forth in the Bylaws of the Corporation.

ARTICLE FOUR

The initial principal and mailing address of the Corporation shall be at **340 West Peachtree Street, Suite 200, Atlanta, Georgia 30308** in Fulton County of the State of Georgia. The **Registered Agent** of the Corporation at such address shall be **WELI & ASSOCIATES, P.C. 340 West Peachtree Street, Suite 200, Atlanta, Georgia 30308**

ARTICLE FIVE

The name and address of the Incorporator is Nyema E. Weli, Esquire, 340 West Peachtree Street, Suite 200, Atlanta, Georgia 30308 .

ARTICLE SIX

1.) **THE PURPOSE** for which the corporation is formed are the following:

a) The Corporation is organized exclusively for charitable, educational, religious, scientific or literary development purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

b) This Corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property or net earning of the Corporation shall inure to the benefit of or be distributable to its directors, 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 VI hereof. The Corporation shall not carry on propaganda, or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from federal income tax under Section 501(c)(3) of the Code, and the Corporation shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of any candidate for public office. 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 Code (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 Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE SEVEN

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set out in the Bylaws.

ARTICLE EIGHT

The initial Board of Directors shall consist of a Chairperson and other board members whose names and address and the manner of their appointment and/or appointment shall be determined according to the By-Laws.

ARTICLE NINE

Upon the dissolution of the Corporation's affairs, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute, transfer, convey, deliver and pay over all of the assets of the Corporation then remaining in the hands of the Corporation to any other organization, to be used exclusively for charitable, educational,

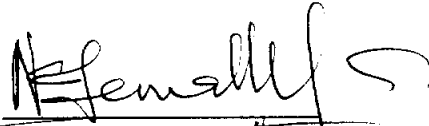
religious, scientific or literary purposes, as described in Article VI hereof. In the event that, for any reason, upon dissolution of the Corporation the Board of Directors shall fail to act in the manner herein provided within a reasonable period of time, the Senior Judge of the Superior Court of Fulton County, Georgia shall make such distribution, exclusively upon the application of one or more persons having a real interest in the corporation or its assets.

ARTICLE TEN

No director shall have any personal liability to the Corporation or its members for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of law; (c) liabilities of a director imposed by Section 14-3-860 through 14-3-864 of the Georgia Nonprofit Corporation Code; of (d) any transaction from which the director derived an improper personal benefit.

IN WITNESS WHEREOF, the undersigned has executed these **ARTICLES OF INCORPORATION**.

Dated this 10th day of October, 1996.


Nyema E. Welu, Esquire
Incorporator

SECRETARY OF STATE

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BSK (1)

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SECRETARY OF STATE



BUSINESS INFORMATION AND SERVICES

Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

Secretary of State
State of Georgia

J. K. JACKSON
Director

DEFICIENT DOCUMENT FILING NOTICE

WELI & ASSOCIATES, P.C.
340 WEST PEACHTREE STREET, SUITE 200
ATLANTA GA 30308

DOCKET NUMBER : 963130640
CONTROL NUMBER : P160129
FILING DATE : 11/05/1996
EXAMINER : J BLACK
TELEPHONE NUMBER: 404-656-0625
FEE RECEIVED : \$60.00
PRINT DATE : 11/14/1996
FORM NUMBER : 702

ATTENTION: CORRECTIONS ARE TO BE MADE BY APPLICANT. RETURN THIS FORM WITH CORRECTED DOCUMENTS.

**RE: NATIONAL ORGANIZATION OF IKWERRE PEOPLE, USA, INC.
ARTICLES OF INCORPORATION**

The corporation name stated on the articles of incorporation transmittal information form must be the same as the name stated in the articles.

IF REGISTERED AGENT IS TO BE A CORPORATION, SAID CORPORATION MUST HAVE ALREADY BEEN REGISTERED WITH THIS OFFICE.

IF DOCUMENTS ARE CORRECTED AND RETURNED WITHIN THIRTY (30) DAYS OF THE DATE OF THIS NOTICE, THEY WILL BE DEEMED FILED AS OF THE INITIAL DATE RECEIVED. DEFICIENT FILINGS ARE DEEMED **ABANDONED** IF STILL PENDING AFTER SIXTY (60) DAYS FROM INITIAL RECEIPT. A NEW FILING (INCLUDING NEW FILING FEES) WILL BE REQUIRED. ALL FEES ARE NON-REFUNDABLE.



BUSINESS INFORMATION AND SERVICES
 Suite 315, West Tower
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 Atlanta, Georgia 30334-1530
 (404) 656-2817

MAX CLELAND
 Secretary of State
 State of Georgia

**TRANSMITTAL INFORMATION FOR GEORGIA
 PROFIT OR NONPROFIT CORPORATIONS**

J. K. JACKSON
 Director

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # 9113130040 PENDING CONTROL # P16929 CONTROL # 9636771
 Docket Code 311 Corporation Type dn
 Date Filed 11-5-96 Amount Received \$ 60 Check/Receipt # 1542
 Jurisdiction (County) Code 0600 - FULTON
 Examiner 81 Date Completed _____

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
 INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. _____
 Corporate Name Reservation Number
NATIONAL ORGANIZATION OF IKWERRE PEOPLE, USA, INC.
 Corporate Name (exactly as appears on name reservation)

2. WELI & ASSOCIATES, P.C. (404) 230 2900
 Applicant/Attorney Telephone Number
340 WEST PEACHTREE STREET, SUITE 200
 Address
ATLANTA GEORGIA 30308
 City State Zip Code

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)
1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)
 2. ORIGINAL ARTICLES OF INCORPORATION
 3. ONE COPY OF ARTICLES OF INCORPORATION

I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or a Notice of Intent to Incorporate with a publishing fee of \$40.00 has been or will be mailed or delivered to the authorized newspaper as required by law.

[Signature]
 Authorized Signature

11/19/96
 Date