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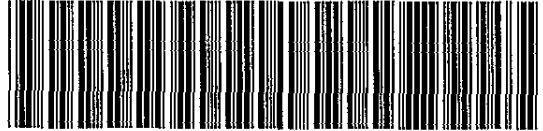
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. INVENTORS COVE INTERNATIONAL INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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03 MAY 16 AM 11:26
DIVISION OF CORPORATIONS

May 15, 2003

LAZARUS

SUBJECT: INVENTORS COVE INTERNATIONAL INC.
Ref. Number: W03000010580

We have received your document for INVENTORS COVE INTERNATIONAL INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

A non profit does not have stockholders. Under directors you state laws adopted by the stockholders.

Please return the original and one copy of 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) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 703A00022299

FILED

03 MAY 16 PM 12:40

**ARTICLES OF INCORPORATION
OF
INVENTORS COVE INTERNATIONAL INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Florida not for profit corporation

The undersigned, acting as incorporator of Inventors Cove International Inc., under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation, in compliance with section 617.0202, Florida Statutes.

ARTICLE I

NAME

The name of the corporation is Inventors Cove International Inc., 785 NW 37th. Ave., #279, Miami, FL 33125

ARTICLE II

NATURE OF BUSINESS

This corporation is formed for the following purposes:

1. Primarily to train under privilege or disadvantaged young in the basis of business, grouping them from all walks of life into one common organization.
2. To act with charitable concern for and to help not only members of this corporation, but also all people in need of any help which this corporation can give, regardless of race, social position, or religious affiliation; to develop and carry out programs of social action for poor, widowed orphaned, afflicted, imprisoned, underprivileged, or aged persons, both within and without this corporation.
3. To establish and maintain a place of worship, study, recreation and social interaction, ministering to the whole family and to the whole person, spirit, soul and body.
4. To acquire, either by deed, gift or purchase, any real estate or personal property, to be held in trust for the benefit of the corporation and its stated purposes.
5. The corporation may do all and everything necessary and proper for its purposes as a non-profit corporation organized exclusively for charitable, religious, scientific and educational purposes pursuant to the Florida Corporations Not-for-Profit Act set forth in Florida Statutes, Chapter 617.

ARTICLE III

BEGINNING OF CORPORATE EXISTENCE

The date of corporate existence shall be the time of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE V

ACTIVITIES NOT PERMITTED

Notwithstanding any other provision of these articles of incorporation, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income tax under Section 501(c)(2) of the Code or (b) a corporation, contributions to which are deductible under Section 170(c)(1) of the Code.

ARTICLE VI

DEDICATION AND DISTRIBUTION OF ASSETS

No part of the net earnings of the corporation shall inure to the benefit of any Member, Director or Officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes) and no Member, Director or Officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the charitable, religious, scientific or educational organizations which would then qualify under the provisions of Section 501(c) of the Code and its regulations.

ARTICLE VII

DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the *directors*, but there shall always be at least three (3) directors.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his/her being director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses, reasonably incurred by him/her in connection with any claim or liability as to which it shall be adjudged that such officer or director be liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though no specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such firm or corporation, provided that the fact he or she is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction and may vote thereat to authorized any such contract or transaction with the like force and effect as if he or she were not a director or officer of such other corporation or not so interested.

ARTICLE VII

INITIAL DIRECTORS

The name and post office address of the initial director of the corporation is:

Charles Chard Meigs, 785 NW 37th. Ave. #279, Miami, FL 33125

Felipe De Alba, 615 SW 82nd. Ave., Miami, FL 33144

Fausto Maldonado, 615 SW 82nd. Ave., Miami, FL 33144

ARTICLE IX

INITIAL SUBSCRIBERS

The name and post office address of the initial subscribers of these Articles of Incorporation is:

Charles Chard Meigs, 785 NW 37th. Ave. #279, Miami, FL 33125

ARTICLE X

REGISTERED OFFICE AND REGISTERED AGENT

The registered office and registered agent of the Corporation shall be:

Charles Chard Meigs, 785 NW 37th. Ave. #279, Miami, FL 33125

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors under any provision of law may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote in a regular meeting of Directors

ARTICLE XII

MEMBERSHIP

The membership of this corporation shall consist of all persons hereinafter named as Directors and all other persons, as from time to time hereafter, may be elected to membership by the Board of Directors. Qualifications for membership shall be satisfied by all persons expressing an interest in the purposes of the corporation. The Director shall from time to time prescribe the form and manner in which applications may be made for membership, and members may be admitted by the Board of Directors only. The authorized numbers of the members of the corporation, the different classes of membership (if any), the property voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be set forth in the Bylaws.

ARTICLE XIII

BY LAWS

The power to adopt, alter, amend, or repeal bylaws shall be rested in the board of directors. Upon notice properly given, the Bylaws may be amended, altered or repealed by a majority vote of the Directors present at any regular or special meeting called for the purpose, subject to any limitations set forth under the Florida Not For Profit Corporation Act.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seal and have acknowledge and filed in the Office of the Secretary of State of the State of Florida, as subscriber of the foregoing Articles of Incorporation, at Miami, Miami-Dade County, Florida this 7th day of April, 2003.

Charles Chard Meigs
CHARLES CHARD MEIGS
PRESIDENT

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 Status 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.

Charles Chard Meigs
CHARLES CHARD MEIGS
REGISTERED AGENT

FILED
03 MAY 16 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

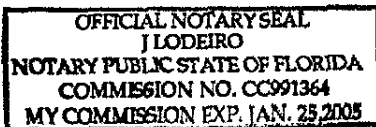
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Charles Chard Meigs, who presented valid Florida Driver's License No. M 200-143-16-139-0, who executed the Articles of Incorporation of Inventors Cove International Inc., and he executed it for the purposes therein expressed.

WITNESS my hand and official seal, at Miami-Dade County, Florida this 7th. day of April, 2003



J. Lodeiro
Notary Public State of
Florida at Large.



03 MAY 16 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED