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January 20, 2000

(Mailing address:)
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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RE: TRUE KNOWLEDGE, INC.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for TRUE KNOWLEDGE, INC., to be incorporated as a Florida Not-For-Profit corporation.

Enclosed please also find a check in the amount of \$122.50 to cover the cost of filing, registered agent, and certified copy of the Articles. A self-addressed and pre-stamped, two day mail, envelope is enclosed for your convenience.

Thank you for your prompt attention to this filing.

Sincerely,



Joseph Macarldie Nibbs
Registered Agent & Initial Incorporator

1535 NE 128th Street Miami, FL 33161

FILED
00 FEB -3 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 8 2000

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00 FEB -3 AM 10:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TRUE KNOWLEDGE, INC.
A FLORIDA NONPROFIT CORPORATION

- Article 1. Name. The name of the Corporation is: TRUE KNOWLEDGE, INC.
- Article 2. Duration. The duration of the Corporation is perpetual.
- Article 3. Purposes. The purpose of the Corporation is as follows:

This Corporation is a not-for-profit corporation organized under chapter 617 of, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to provide to the public, of all ages, cultural materials of an educational and critical thinking nature in an innovative and fresh manner through all the various forms of media.

To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4. Members. The Corporation shall have Voting members, who shall be elected (and may be removed) by the Voting members, and who shall have the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting member is as follows:

<u>Name</u>	<u>Address</u>
<u>Joseph M. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Suzette M. Sullivan</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Simone E. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>

Article 5. Initial Registered Agent and Office. The initial registered agent is Joseph M. Nibbs and the initial registered office is 1535 NE 128th Street Miami, FL 33161.

Article 6. Initial Board of Directors. The initial Board of Directors shall have 3 members whose names and addresses are:

<u>Name</u>	<u>Address</u>
<u>Joseph M. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Suzette M. Sullivan</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Simone E. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Title:</u>	<u>Name</u>	<u>Address</u>
<u>President</u>	<u>Joseph M. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Treasurer</u>	<u>Suzette M. Sullivan</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Secretary</u>	<u>Simone E. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>

Article 8. Incorporators The names and addresses of the Incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
<u>Joseph M. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Suzette M. Sullivan</u>	<u>1535 NE 128th Street Miami, FL 33161</u>
<u>Simone E. Nibbs</u>	<u>1535 NE 128th Street Miami, FL 33161</u>

Article 9. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

Articles 10. Corporate Address. The street address of the Corporation's initial principal office is Joseph M. Nibbs 1535 NE 128th Street Miami, FL 33161 and the Corporation's mailing address is the same.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 25 day of

JANUARY, 2000.

Macarldie Nibbs
Joseph Macarldie Nibbs, as incorporator and registered
Agent of TRUE KNOWLEDGE, INC.
a Florida Nonprofit Corporation

Acknowledged before me on FLA ID, by _____, who is personally known to me OR who produced N/12049357302 as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purpose therein expressed.



Notary Public - State of Florida
Name: Linda Joseph
Commission No.: May 11, 2003
My Commission Expires: 885502

I accept designation as registered agent: