WILLIAM P. HARRIS, JR., P.A. ATTORNEY AT LAW

DADELAND TOWERS
SUITE 308
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August /8, 2000

Via AIRBORNE EXPRESS

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: CREATIONS OF MIAMI, INC..

(A NOT FOR PROFIT CORPORATION)

Dear Ladies and Gentlemen:

On behalf of my above mentioned client, I enclose an original and one(1) copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent/Registered Office and my firm's check for \$131.25 for Filing Fee, Certified Copy and Certificate.

Please return the certified copy and certificate directly to me: 10003365561—2 -08/21/00--01142--019 ****131.25 ******87.50

William P. Harris, Jr. 9300 S. Dadeland Boulevard, Suite 308 Miami, FL 33156

in the enclosed, pre-addressed and prepaid Airborne Letter package.

Should you have any questions or need any additional information, please call me or fax me at the numbers reflected above on the letterhead.

Thank you.

Yours truly,

William P. Hassis, Jr.

WPH/md

Enclo.

048/25

ARTICLES OF INCORPORATION

OF

CREATIONS OF MIAMI, INC. (A NOT FOR PROFIT CORPORATION)

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I.

NAME

The name of this corporation shall be: CREATIONS OF MIAMI, INC..

ARTICLE II.

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be 9300 S. Dadeland Blvd., Suite 308, Miami, FL 33156, which may be changed from time to time as determined by this corporation's board of directors in a manner set forth in the bylaws.

ARTICLE III.

PURPOSE

The specific purposes for which this corporation is organized are: to cultivate, provide, foster, sponsor and develop among its members the appreciation, understanding, taste and love of the art of dance; to create a center for the advancement of such purposes;

encourage the cooperation among and the advancement of dancers, dance students, producers, choreographers, craftsmen, and all others engaged in the art of dance; to build competition and exhibition for talented and deserving dancers and to provide financial assistance and support for such dancers attending these competitions and exhibitions; to provide social activities, entertainment and amusement and the development and display of the talents of dancers all for no pecuniary gain; to provide an organized tryout center for dancers in competitions; to promote the study, improvement and advancement of the art of dance; and to do all things necessary, suitable, and proper for the accomplishment of these purposes.

ARTICLE IV

MANNER OF ELECTION OF DIRECTORS; INITIAL DIRECTORS

The method of election of directors shall be stated in this corporation's bylaws. The number of directors of this corporation at all times shall never be less than three nor more than fifteen. The names and addresses of the initial board of directors are:

<u>Name</u>	Address
Angel Fraser-Logan	8785 SW 177 Terrace Miami, FL 33157
Alison Hesh	9301 SW 92 Avenue #A-119 Miami, FL 33176

Sheila R. Slutsky 20493 North East 34 Court Miami, Fl 33180

ARTICLE V

INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial street address of this corporation's registered office is 9300 S. Dadeland Boulevard, Suite 308, Miami, FL 33156. The initial registered agent at that address is William P. Harris, Jr.. The board of directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI

MEMBERS; INITIAL MEMBERS

The relative rights or interests of members as among themselves or in the property of this corporation shall be set forth in this corporation's bylaws. The initial members of this corporation shall be Angel Fraser-Logan and Allison Hesch.

ARTICLE VII

INCORPORATORS

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

Alison Hesh 9301 SW 92 Avenue #A-119 Miami, FL 33176

ARTICLE VIII

DISTRIBUTION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION

No part of the assets, income or profit of this corporation may be distributed to or inure to the benefit of the members,

directors or officers of this corporation or other persons. Reasonable compensation may be paid to employees or others for services rendered. Upon dissolution or liquidation all of this corporation's assets remaining after payment of all costs and expenses of such dissolution or liquidation shall be distributed for one or more exempt purposes or to the federal, state, or local government for a public purpose or as authorized by a court of general jurisdiction to distribute the assets to accomplish the general purposes of this corporation.

ARTICLE IX

<u>AMENDMENTS</u>

These Articles of Incorporation may be amended, altered or rescinded only in a manner set forth in this corporation's bylaws.

The undersigned incorporator has executed these Articles of Incorporation this \(\sum_{\text{N}} \) day of August, 2000.

Alison Hesh

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Creations of Miami, Inc.

2. The name and address of the registered agent and registered office is:

William P. Harris, Jr. 9300 S. Dadeland Boulevard, Suite 308 Miami, FL 33156

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 statutes 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.

William P. Harris, Jr.

August /8 , 2000.