

NO000000 7184

KRAMER & RASSNER, P.A.

7700 NORTH KENDALL DRIVE, SUITE 510
MIAMI, FLORIDA 33156

JEFFREY S. KRAMER, ESQUIRE
WAYNE H. RASSNER, ESQUIRE

TELEPHONE (305) 270-8876
FAX (305) 270-0849

October 24, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500003440595-6
-10/26/00--01065--015
*****78.75 *****78.75

RE: Corn Island Volunteers Organization, Corp. (not for profit)

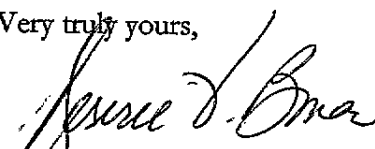
To Whom it May Concern:

Enclosed please find original and one copy of Articles of Incorporation regarding Corn Island Volunteers Organization, Corp. We have enclosed our firm check, in the amount of \$78.75 which represents the filing fee for same.

Please return the stamped, filed Articles, charter certificate, and letter from the Secretary of State in the self-addressed envelope provided..

Your assistance is greatly appreciated.

Very truly yours,



Desiree V. Bonar, asst.

WAYNE H. RASSNER, ESQUIRE

WHR/dvb
Enclosures

FILED
00 OCT 26 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01/10/27

**ARTICLES OF INCORPORATION
OF
CORN ISLAND VOLUNTEERS ORGANIZATION, CORP.
(A Florida Corporation Not For Profit)**

FILED
00 OCT 26 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida

Statutes, adopts the following Articles of Incorporation of such corporation:

ARTICLE I

The name of the Corporation shall be: CORN ISLAND VOLUNTEERS ORGANIZATION,
CORP.

The mailing address of this corporation is: 11298 SW 155 Lane
Miami, Florida 33157

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The purpose for which the corporation is organized is to improve the socioeconomic and educational environment with a greater emphasis on empowerment through education, by:

- a) Improving the learning atmosphere through physical improvements of the places of learning;
- b) Implementing high school level programs to develop computer literate graduates;
- c) Developing and implementing a devoted, newly constructed, computer and chemistry lab;
- d) Installing computers and monitors;

Corn Island Volunteers Organization, Corp.

- e) Installing computer and chemistry lab furniture;
- f) Developing a plan to establish other goals to be listed in order of priority;
- g) All ideas from the public for consideration toward achieving all the educational goals established;
- h) To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein;
- i) To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them;
- j) To promote affiliation with other societies of similar and compatible philosophies.

ARTICLE IV

The qualification for members and the manner of their admission is to be provided for in the bylaws.

ARTICLE V

The number constituting the initial Board of Directors of the corporation is nine (9), and the names and addresses of the persons who are to serve initially are:

Cromwell Downs	11298 SW 155 Lane
	Miami, Florida 33157

Corn Island Volunteers Organization, Corp.

Leslie Gibson	1251 NW 202 Street Miami, Florida 33169
Elizabeth Downs	11298 SW 155 Lane Miami, Florida 33157
Dodridge Richards	19461 SW 121 Avenue Miami, FL 33177
Joan Richards	19461 SW 121 Avenue Miami, FL 33177
Anthony Richards	19461 SW 121 Avenue Miami, FL 33177
Norman Downs	16220 NW 2 Avenue, Apt. 512 North Miami, FL 33161
Robert Taylor	P.O. Box 30015 SMB Cayman, Island, BWI
Roger Richards	19461 SW 121 Avenue Miami, FL 33177

ARTICLE VI

The Officers of the Corporation shall consist of a President, Vice-President, Secretary and Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board or 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:

President:	Cromwell Downs	11298 SW 155 Lane Miami, Florida 33157
Vice-President:	Leslie Gibson	1251 NW 202 Street Miami, Florida 33169
Treasurer/Secretary:	Elizabeth Downs	11298 SW 155 Lane Miami, Florida 33157

ARTICLE VII

This corporation is organized under a non-stock basis.

ARTICLE VIII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IX

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X

The name and address of the incorporator is as follows:

Cromwell Downs 11298 SW 155 Lane
Miami, Florida 33157

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 23rd day of October, 2000.

Signature of Incorporator:

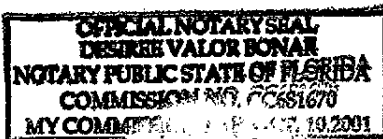
Cromwell Downs
Print Name Here: CROMWELL DOWNS

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

THE FOREGOING instrument was acknowledged and sworn to me before this 23rd day
of OCTOBER, 2000, by CROMWELL DOWNS, Incorporator, who is personally known
to me, of CORN ISLAND VOLUNTEERS ORGANIZATION, CORP.

Notary Stamp:

Desiree Valer Bonar
NOTARY PUBLIC, STATE OF FLORIDA



CERTIFICATE OF DESIGNATION
06710 REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation,
organized under the laws of the State of Florida, submits the following statement in designating the
registered office/registered agent, in the State of Florida.

1. The name of the corporation is: CORN ISLAND VOLUNTEERS ORGANIZATION, CORP.

Corn Island Volunteers Organization, Corp.

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

Wayne H. Rassner, Esquire
7700 N. Kendall Drive, Suite 510
Miami, Florida 33156

Signature


Cromwell Downs

Title: President / Incorporator

Date :

10-23-00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 26 AM 9:37

FILED

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.

Signature


Wayne H. Rassner

Date :

10-23-00