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LAW OFFICES
JACOBI & JACOBI
PROFESSIONAL ASSOCIATION

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December 21, 2000

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*****78.75 *****78.75

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

Re: North Miami Gymnastics Club, Inc.

Gentlemen:

Enclosed please find two sets of Articles of Incorporation for the above corporation along with a check in the amount of \$78.75 and a self-addressed stamped envelope for forwarding a certified copy of the Articles to the undersigned.

Thank you for your cooperation and courtesies in this matter.

Very truly yours,

JACOBI & JACOBI, P.A.

BY:


BENJAMIN R. JACOBI

BRJ:crm
Enclosures

FILED
01 MAR - 1 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PH 3/1/01
W-30191
2012/27/00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 27, 2000

JACOBI & JACOBI
1313 NE 125 ST
N MIAMI, FL 33161

SUBJECT: NORTH MIAMI GYMNASTICS CLUB, INC.
Ref. Number: W00000030191

We have received your document for NORTH MIAMI GYMNASTICS CLUB, 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please correct Article VI to delete reference to stockholders which would not apply to not for profit corporations.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 000A00064580

2/4/01

See attached
Revised Articles

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
NORTH MIAMI GYMNASTICS CLUB, INC.**

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: NORTH MIAMI GYMNASTICS CLUB, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:
13250 N.E. Eighth Avenue, North Miami, Miami-Dade County, FL 33161

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are): and general nature of the business to be transacted by the corporation shall be as follows:

To engage in the business of training and competition for amateur athletes

ARTICLE IV MANNER OF ELECTION OF DIRECTOR(S)

The manner in which the directors are elected or appointed is as follows: Any directors position that needs to be replaced will be selected by the unanimous agreement of the remaining directors.

ARTICLE V LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is: BENJAMIN R. JACOBI, ESQUIRE,
1313 N.E. 125th Street, Suite 200, North Miami, FL 33161

ARTICLE VII INCORPORATORS

The name(s) and street address(es) of the incorporator(s) for these Articles of Incorporation is (are):

Tudy Lange, 70 N.E. 96th Street, Miami Shores, FL 33138
Beth Gwynn, 670 N.E. 52nd Terrace, Miami, FL 33137
Cheryl Jacobi, 1313 N.E. 125th Street, #200, North Miami, FL 33161

The Board of Directors of this corporation shall consist of not less than three (3) nor more than six (6) members.

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

NAME	ADDRESS	TITLE
Tudy Lange	70 N.E. 96th Street Miami Shores, FL 33138	President and Treasurer
Beth Gwynn	670 N.E. 52nd Terrace Miami, FL 33137	Secretary
Cheryl Jacobi	1313 N.E. 125th Street - #200 North Miami, FL 33161	Director

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

NAME	ADDRESS	TITLE
Tudy Lange	70 N.E. 96th Street Miami, FL 33138	President, Treasurer
Beth Gwynn	670 N.E. 52nd Terrace Miami, FL 33137	Secretary

This corporation shall be initially governed by the Board of Directors, notwithstanding other provisions of these Articles of Incorporation. Directors may elect to operate with Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The Directors shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other office as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 14 day of December, 2000.

Signature(s) of the Incorporator(s)

Cheryl Jacobi
CHERYL JACOBI

Tudy Lange
TUDY LANGE

Beth Gwynn
BETH GWYNN

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, 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: NORTH MIAMI GYMNASTICS CLUB, INC.
2. The name and address of the registered agent and office is:

BENJAMIN R. JACOBI, ESQ.
1313 N.E. 125th Street - Suite 200
North Miami, Florida 33161

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 RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

BENJAMIN R. JACOBI
DATE: 12/14/00

FILED
01 MAR - 1 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA