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FLORIDA NON-PROFIT CORPORATION

Glades Artisans, Inc.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 7, 2001

JECK HARRIS AND JONES

SUBJECT: GLADES ARTISANS, INC.
REF: W01000005152

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

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Becky McKnight
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ARTICLES OF INCORPORATION
OF
GLADES ARTISANS, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is GLADES ARTISANS, INC., the initial principal office is located at 401 S.E. 2nd Street, Belle Glade, Florida 33430 and its mailing address is the same.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual, and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III. PURPOSE

The Corporation is organized in order to engage in any lawful purpose or purposes not for pecuniary profit, provided, however, as follows:

- (a) No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.
- (b) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Internal Revenue Code Section 501(h)], or participating in, or intervening in [including the publication or distribution of statements], any political campaign on behalf of any candidate for public office.
- (c) In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.
- (d) Specifically, the objectives of this non-profit Corporation shall include, without limitation, promoting the cultural and community development of certain economically depressed areas of the Florida Everglades through the production and use of multi-cultural arts and crafts.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 401 S.E. 2nd Street, Belle Glade, Florida 33430 and the name of the initial registered agent at that address is Elizabeth Farrar.

ARTICLE V. DIRECTORS AND OFFICERS

- (a) The affairs of the Corporation shall be conducted and administered by its Officers and a Board of Directors authorized or appointed pursuant to the Bylaws.
- (b) The manner of electing and the powers, duties and terms of office of all Officers and Directors, and the procedure for filling a vacancy in any office or in the Board of Directors shall be as provided in the Bylaws.

ARTICLE VI. MEMBERSHIP

The Corporation shall have members. The qualifications of members and the manner of this admission shall be regulated by the rules and regulations of the Bylaws of the Corporation.

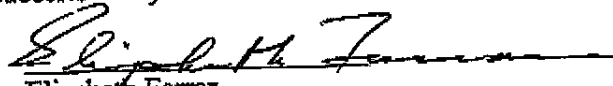
ARTICLE VII. INCORPORATOR

The name and address of the incorporator is:

Elizabeth Farrar
401 S.E. 2nd Street
Belle Glade, FL 33430

EB

IN WITNESS WHEREOF, I have subscribed my name this 23rd day of February, 2001.

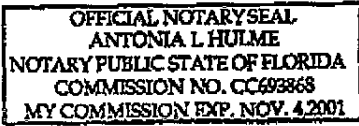

Elizabeth Farrar
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

On this day personally appeared before me, the undersigned authority, Elizabeth Farrar, known to me to be the individual who executed the foregoing Articles of Incorporation and she acknowledged before me that the same were executed for the purpose therein expressed. She is personally known to me or has produced a Florida Driver's License as identification.

WITNESS my hand and official seal in the above-named County and State this 23rd day of February, 2001.

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Antonia L. Hulme
Notary Public, State of Florida
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501(3) Florida Statutes, the following is submitted:

GLADES ARTISANS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 401 S.E. 2nd Street, Belle Glade, FL 33430, County of Palm Beach, State of Florida, has named Elizabeth Farrar, 401 S.E. 2nd Street, Belle Glade, FL 33430 as its agent to accept service of process within Florida.

DATE: February 23, 2001

Elizabeth Farrar
Elizabeth Farrar, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: February 23, 2001

Elizabeth Farrar
Elizabeth Farrar, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

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