

PA

N01000003165

Professional Accounting Associates, Inc.

April 6, 2001

(813) 985-7067
(813) 985-1308
FAX (813) 980-3564

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

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-04/08/01--01077--010
*****78.75 *****78.75

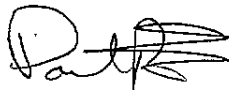
Dear Sirs:

Please file these Articles of Incorporation on behalf of this not-for-profit corporation named DISTANT DRUMS FOUNDATION, INC. with the Secretary of State. Please date the corporation to begin as of April 6, 2001. Please mail a copy of the acceptance and the articles to:

PAUL R. SHORT, PRESIDENT
7522 NORTH 40TH STREET
Tampa, Florida 33604

Thank You.

Sincerely,



PROFESSIONAL ACCOUNTING ASSOCIATES, INC.

ENCLOSURES: ORIGINAL ARTICLES OF INCORPORATION
CHECK PAYABLE TO SECRETARY OF STATE FOR
\$78.75

PRS/slc

FILED
01 MAY -7 AM 9:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 13, 2001

PAUL R. SHORT
7522 NORTH 40TH STREET
TAMPA, FL 33604

SUBJECT: DISTANT DRUMS FOUNDATION, INC.
Ref. Number: W01000008375

We have received your document for DISTANT DRUMS FOUNDATION, 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 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) 487-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 701A00021968

called me 4/20/01

**ARTICLES OF INCORPORATION
of
DISTANT DRUMS FOUNDATION, INC.**

FILED

01 MAY -7 AM 9:06

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME AND RESIDENT ADDRESS

The name of the Corporation is DISTANT DRUMS FOUNDATION, INC.
The resident address for the Corporation is:

c/o Professional Accounting Associates
7522 North 40th Street
Tampa, Florida 33604

ARTICLE II PURPOSE

The purpose for which the Corporation is organized is to promote and advance in all lawful ways the mutual interests of its members engaged in providing charitable and/or humanitarian assistance toward the improvement of economically depressed areas, beginning with the Native American reservations, and to disseminate all types of information that may improve the quality of the standard of living in economically depressed areas, including descriptive indexes, reports and abstracts of local and federal government legislation, and other sources, and all other lawful activities authorized by the State of Florida.

ARTICLE III QUALIFICATION OF MEMBERS

There shall be two classes of members: regular and associate.

Regular member: Any tribe or nation of Native American origin, upon approval of written application and payment of first year's dues.

Associate member: (1) any person, representative of education, government, business, or industry; or (2) any firm, corporation, or association directly or indirectly interested in the economic development industry, whose application for associate membership shall have been approved by the Board of Directors.

ARTICLE IV DURATION

The term of the Corporation shall be perpetual.

ARTICLE V SUBSCRIBERS

The name and address of the subscriber is:

Sue Ellen Gates
26345 Dayflower Boulevard
Wesley Chapel, Florida 33543

ARTICLE VI OFFICERS

The affairs of the Corporation will be managed by a President who will be appointed by the Board of Directors.

The name of the initial officer who will serve until the first appointment of officers by the Corporation is: Sue Ellen Gates.

ARTICLE VII BOARD OF DIRECTORS

The Board of Directors for the Corporation shall consist of no less than three Directors. The manner of placement of the Board of Directors is as stated in the By-Laws for the Corporation.

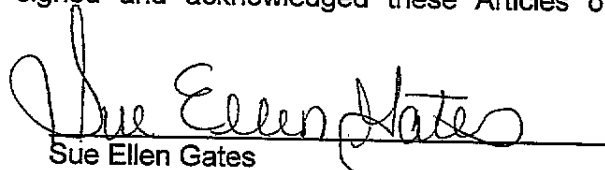
ARTICLE VIII BYLAWS

Bylaws will be adopted by the initial Board of Directors. New bylaws may be adopted or the initial bylaws may be repealed or amended in whole or in part at an annual meeting of the members or at any other meeting of the Board of Directors or members called for that purpose, but any such resolution repealing or amending the initial bylaws or adopting new bylaws shall require a vote of not less than two-thirds (2/3) of the members entitled to vote.

ARTICLE IX POWERS AND VOTING RIGHTS

The Corporation, its officers, directors, and members shall have all corporate powers provided in Section 617.0302 Florida Statutes, except that associate members shall not have the right to vote at corporate meetings.

IN WITNESS WHEREOF, I have signed and acknowledged these Articles of Incorporation this 6th day of April, 2001.


Sue Ellen Gates

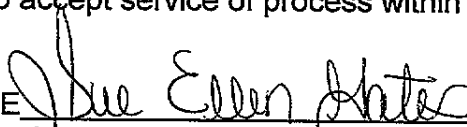
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

**IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

First that: DISTANT DRUMS FOUNDATION, INC.

Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7522 North 40th Street in the city of Tampa in the State of Florida whose zip code is 33604 has named Sue Ellen Gates located at 26345 Dayflower Boulevard in the city of Wesley Chapel in the State of Florida whose zip code is 33543 as its agent to accept service of process within Florida.

SIGNATURE




CORPORATE OFFICER

TITLE Director

DATE April 6, 2001

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.

SIGNATURE



REGISTERED AGENT

DATE April 6, 2001

01 MAY -7 AM 9:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED