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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

the pyramid society, inc.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 10, 2002

EMPIRE

SUBJECT: THE PYRAMID SOCIETY, INC.
REF: W02000016828

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
THE PYRAMID SOCIETY, INC.

The undersigned, acting as incorporator of a non-profit Corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is THE PYRAMID SOCIETY, INC.. (The "Corporation").

ARTICLE TWO

The term of existence of the Corporation is perpetual.

ARTICLE THREE

The Corporation is organized exclusively for one or more of the following purposes.

1. Religious, charitable, scientific, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and it shall not carry on any activities not

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permitted to be carried on by an organization except from federal income tax under Section 501(c)(3) of the Code.

2. To apply the income, and if the Corporation so decides, the principal, of such property as the Corporation may from time-to-time possess, in aid of the prior enumerated purposes, including the giving of such income and/or principal to any other domestic or foreign charitable corporation, association, organization or trust; provided, however, that any such domestic or foreign corporation, association, organization or trust is organized and operated exclusively for charitable, religious, educational, and/or scientific purposes within the meaning of Code Section 501(c)(3), or the corresponding provisions of any future federal tax code.

With respect to all of the prior enumerated purposes, however, the Corporation shall be subject to the following limitations and restrictions:

- a. 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 prior enumerated

purposes. No 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) the campaign of any candidate for public office. Notwithstanding any other Provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

- b. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section (c)(3) of the 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 purpose.

ARTICLE FOUR

The address of the principal office of and mailing address of the Corporation is c/o John R. Howes, Esq., 633 Southeast Third Avenue, Suite 4R, Fort Lauderdale, FL 33301.

ARTICLE FIVE

There shall be four (4) members of the Board of Directors of the Corporation. The number of Directors may be increased or decreased from time-to-time by the Board of Directors, but the number of Directors shall never be less than four (4). The election of the Directors of the Corporation shall be as stated in the By-Laws of the corporation.

ARTICLE SIX

The address of the Corporation's initial registered office is 633 Southeast Third Avenue, Suite 4R, Fort Lauderdale, FL 33301, and the name of its initial Registered Agent at that address is John R. Howes, Esq.

ARTICLE SEVEN

The Corporation is a non-stock Corporation and shall have no authority to issue any capital stock. The conditions of membership in the Corporation shall be as stated in the By-Laws of the Corporation.

ARTICLE EIGHT

The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws of the Corporation or adopt new By-Laws shall be as provided in the By-Laws.

ARTICLE NINE

The Corporation shall, to the fullest extent permitted by law as now or hereafter in effect, indemnify all persons whom it may indemnify. The indemnification provided by this Article shall not limit or exclude any rights, indemnities or limitations of liabilities to which any person may be entitled, whether as a matter of law, under the By-Laws of the Corporation, by agreement, vote of the members of disinterested Directors of the Corporation or otherwise.

ARTICLE TEN

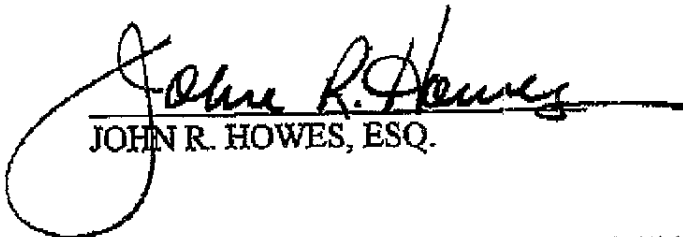
The name and address of the incorporator is:

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Articles of Incorporation of
The Pyramid Society, Inc.
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JOHN R. HOWES, ESQ.
633 SOUTHEAST SIXTH STREET
SUITE 4R
FORT LAUDERDALE, FL 33301

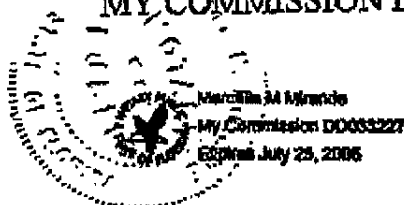
WITNESS the hand and seal of said incorporator this 8th day of June, 2002.


JOHN R. HOWES, ESQ.

I hereby state that I am familiar with and accept the duties and responsibilities
of the Registered Agent of this corporation.


JOHN R. HOWES, ESQ.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
MY COMMISSION EXPIRES:



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