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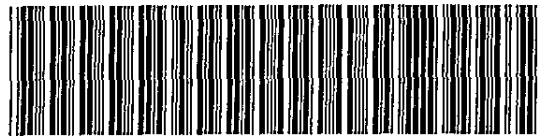
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03 MAR 28 PM 4:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

403-7812

10:01 AM MAR 28 2003

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ATTORNEYS & COUNSELORS AT LAW

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NAPLES, FLORIDA 34102

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**BOARD CERTIFIED CIVIL TRIAL LAW
ADMITTED IN FL & VA**

JOHN F. HOOLEY, ESQ.

**BOARD CERTIFIED CIVIL TRIAL LAW
BOARD CERTIFIED BUSINESS LITIGATION**

JOHN HOLLOWAY, ESQ.

March 13, 2003

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Global Performing Arts, Inc.

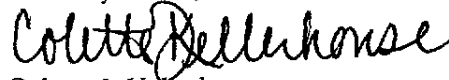
To Whom It May Concern:

Please find enclosed an original and one copy of the Articles of Incorporation for Global Performing Arts, Inc., a non-profit corporation.

I have also enclosed a check in the amount of \$78.75 for the applicable filing fees and the return of a certified copy to our office.

Should you have any questions or concerns, please contact me directly.

Sincerely Yours,



Colette J. Kellerhouse

Legal Assistant to David F. Garber, Esq.

/cjk

cc: Juliana Kierstein
(239)643-7271



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 18, 2003

GARBER, HOOLEY & HOLLOWAY, LLP
700 11 ST S STE 202
NAPLES, FL 34102

SUBJECT: GLOBAL PERFORMING ARTS, INC.
Ref. Number: W03000007812

We have received your document for GLOBAL PERFORMING ARTS, INC. and your check(s) totaling \$78.71. However, the enclosed document has not been filed and is being returned for the following correction(s):

In article IV you have that the stockholders are going to be the ones who elect the directors but in a non-profit corporation there is no shares of stock so that needs to be removed from that article. Also you state in that same article that the directors will be no less than 1, but in a non-profit corporation there can't be no less than 3 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) 245-6927.

Tracy Smith
Document Specialist
New Filings Section

Letter Number: 603A00016735

ARTICLES OF INCORPORATION
OF
GLOBAL PERFORMING ARTS, INC.

FILED
03 MAR 28 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is GLOBAL PERFORMING ARTS, INC. and its principal place of business shall be located at 2180 J&C Boulevard, Naples, Florida 34109.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

Said organization is organized exclusively for providing opportunities in the performing arts - specifically dance through quality professional training, financial assistance, including educational and charitable, including, for such purposes, the making of distributions to organizations, that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and all such other activity as may be allowed by law by a not for profit corporation.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the organization 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 IV - DIRECTORS

Initially, this corporation shall have three (3) Directors who shall serve until their successors shall be elected/appointed according to the Bylaws of the corporation and thereafter this corporation shall have no less than three (3) directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The election of the Directors of the corporations shall be as set forth in the bylaws thereof. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Jan M. Johnson	2246 Mill Stream Court Naples, Florida 34109
Juliana M. Kierstein, P.A.	4100 Corporate Square, #172 Naples, Florida 34104
Julie A. Kierstein	2180 J&C Boulevard Naples, Florida 34109

ARTICLE V - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President: Jan M. Johnson	2246 Mill Stream Court Naples, Florida 34109
Vice President: Julie A. Kierstein	2180 J&C Boulevard Naples, Florida 34109

Secretary Treasurer:
Juliana M. Kierstein

4100 Corporate Square, #172
Naples, Florida 34104

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name

Address

Jan M. Johnson

2246 Mill Stream Court
Naples, Florida 34109

ARTICLE VII - REGISTERED AGENT

The Registered Agent of this corporation designated to accept service of process within Florida is David F. Garber, Esq., Garber, Hooley & Holloway, LLP, 700 Eleventh Street South, Naples, Florida 34102.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 3-13, 2003

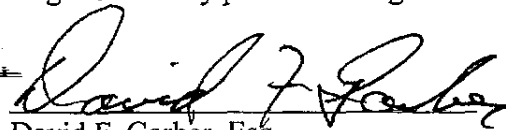
By:


Jan M. Johnson

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: 13 May, 2003.



David F. Garber, Esq.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA