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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 20, 2003

MATTHEW BISKUP
4921-23RD PLACE NORTH
WEST PALM BEACH, FL 33417

SUBJECT: STORY SPINNERS OF THE USA, INC.
Ref. Number: W03000008132

We have received your document for STORY SPINNERS OF THE USA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 103A00017201

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
A FLORIDA NON-PROFIT CORPORATION**

Article 1. Name. The name of the Corporation is: **Story Spinners of the USA, Inc.**

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purposes. The purpose of the Corporation is as follows:

A. This Corporation is a not-for-profit Corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this Corporation are to extend the lifetime knowledge accumulated by able adults in the course of existence and to create an avenue to disseminate such knowledge among lesser experienced other (or younger) people through story telling and/or reading or lecturing to organized groups or individually, if needed.

B. To exercise all rights and powers conferred by the laws of the state of Florida upon non-profit corporations.

C. Provided, however, that the Corporation shall not engage in any action which is not permitted to be carried on by non-profit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to those people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4. Members. The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote.

The name and address of each initial Voting Member is as follows:

Name:	Address:
Deborah Gipper	2505 Glendale Drive, Royal Palm Beach, FL 33411
Lynn Cavanaugh	2505 Glendale Drive, Royal Palm Beach, FL 33411
Matthew Biskup	4921 - 23rd Place North, West Palm Beach, FL 33417

Article 5. Initial Registered Agent and office. The initial registered agent is: Matthew Biskup and the initial registered office is at 4921 - 23rd Place North, West Palm Beach, FL 33417. This is also the corporation's business and mailing address.

Article 6. Initial Board of Directors. The initial Board of Directors shall have three members whose names and addresses are:

Name:	Address:
Deborah Gipper	2505 Glendale Drive, Royal Palm Beach, FL 33411
Lynn Cavanaugh	2505 Glendale Drive, Royal Palm Beach, FL 33411
Matthew Biskup	4921 - 23rd Pl. No., West Palm Beach, FL 33417

The number of directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the Corporation shall consist of a President, Secretary and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Title:	Name:	Address:
President	Deborah Gipper	2505 Glendale Drive, Royal Palm Beach, FL 33411
Secretary	Lynn Cavanaugh	2505 Glendale Drive, Royal Palm Beach, FL 33411
Treasurer	Matthew Biskup	4921 - 23rd Pl. No., West Palm Beach, FL 33417

Article 8. Incorporators. The names and addresses of the incorporators of this Corporation are:

Name:	Address:
Deborah Gipper	2505 Glendale Drive, Royal Palm Beach, FL 33411
Lynn Cavanaugh	2505 Glendale Drive, Royal Palm Beach, FL 33411
Matthew Biskup	4921 - 23rd Pl. No., West Palm Beach, FL 33417

Article 9. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not for Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws

IN WITNESS WHEREOF, The undersigned have signed these Articles of Incorporation on this 12 day of 3, 2003.

Deborah L. Gipper
Lynn Cavanaugh
Matthew Biskup

STATE OF FLORIDA)
COUNTY OF)

Before me personally appeared MATTHEW BISKUP, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 12 day of 3, 2003.

Fazlul Ahmed

Notary Public, State of Florida at Large

My Commission expires:

(Seal)



Fazlul Ahmed
Commission # CC979203
Expires Nov. 2, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

I accept designation as registered agent:

Matthew Biskup

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