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DIVISION OF CORPORATION

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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MIAMI SOTO ZEN, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION FOR
MIAMI SOTO ZEN, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Non Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE 1 NAME

The name of the Corporation shall be:
Miami Soto Zen Inc.

ARTICLE 2 PRINCIPAL OFFICE

The principal and mailing address of this Corporation is:
580 NW 109 Av. #2
Miami FL 33172

ARTICLE 3 PURPOSES

This corporation is a Zen Buddhist temple organized to worship, practice meditation, and engaged spirituality through charitable works. It will also provide support services including counseling, and education, publication, selling and distribution of related material and any other activity permitted by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue code (or the corresponding provision of any future United States Internal Revenue Service).

ARTICLE 4 PROHIBITIONS

No part of 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 purposes set forth in Article Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing and distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 1701 (c)(2) of the Internal Revenue Code, or the corresponding section of any future tax code.

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ARTICLE 5 BOARD OF DIRECTORS

The Directors shall be elected every three years by a majority vote of the Members of this Corporation.

The officers of the Corporation shall be:

President:	Sara Roby
Vice President:	Luis Molina
Secretary/Treasurer:	Patricia Molina

ARTICLE 6 CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 7 QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the By Laws of the Corporation.

ARTICLE 8 VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation

ARTICLE 9 LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 10 INITIAL REGISTERED AGENT

Luis Molina
1565 Malaga Av.
Coral Gables FL 33134

ARTICLE 11 EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of Florida.

ARTICLE 12 AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation shall be made.

ARTICLE 14 TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 15 DISSOLUTION

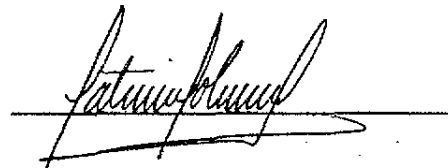
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by 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 purposes.

ARTICLE 16 INCORPORATOR

The name and street address of the incorporator for these Article of Incorporation is:

Patricia Molina
1565 Malaga Av
Coral Gables FL 33134

The undersigned incorporator has executed these Articles of Incorporation this 22 day of September, 2003.

A handwritten signature in black ink, appearing to read 'Patricia Molina', is written over a horizontal line.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is:

Miami Soto Zen, Inc.
(must include suffix)

The name and address of the registered agent and office is:

Luis Molina
(name)

1565 Malaga Av
(P.O. Box or Mail Drop Box NOT Acceptable)

Coral Gables FL 33134
(City/State/Zip)

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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 accept the
appointed as registered agent and 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.

Luis A. Molina
Signature of Registered Agent

9-18-03
Date