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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TH 3/15/04

February 13, 2004


Department of State
Division of Corporations
P.O. Box 6329
Tallahassee, FL 32314

Dear Sirs,

Enclosed are the Articles of Incorporation
for the Grace Corporation, and the fee of \$70.00
for filing a not for profit corporation.

Please refer questions to:
Cecilia Williams
1524 Clearlake Road
Cocoa, Florida 32922
(321) 433-9461
(32) 504-9699

Sincerely,

Cecilia Champ Williams




FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 3, 2004

CECILIA WILLIAMS 2ND ML
1524 CLEARLAKE RD
STE 51
COCOA, FL 32922

SUBJECT: THE GRACE CORPORATION, INC.
Ref. Number: W04000007374

RECEIVED
04 MAR 15 PM 12:32
TALLAHASSEE, FLORIDA
FBI

We have received your document for THE GRACE CORPORATION, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P03000065522.

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) 245-6855.

Tammy Hampton
Document Examiner
New Filings Section

Letter Number: 404A00011757



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 20, 2004

CECILIA WILLIAMS
1524 CLEARLAKE RD
COCOA, FL 32922

SUBJECT: THE GRACE CORPORATION, INC.
Ref. Number: W04000007374

We have received your document for THE GRACE CORPORATION, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Tammy Hampton
Document Examiner
New Filings Section

Letter Number: 404A00011757

RECEIVED
04 MAR - 3 PM 3:45
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Grace Marketing International, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1524 Clearlake Rd Suite 51
Cocoa, FL 32922

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Education, Drug Intervention, Crime Prevention for primarily young adults by promoting basketball and music for Motivation programs. We present basketball games and tournaments and produce, promote and sell positive music. Mentoring through Sports and Music. It shall have all the authority permitted for not for profit organizations *

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed: The affairs of the corporation shall be managed by a Board of Directors. The Board shall have the power to admit members of the corporation by appointment.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Cecilia Champ Williams 1524 Clearlake Road Cocoa FL 32922 President
Michael John Hidalgo 1524 Clearlake Road Cocoa FL 32922 Vice-President
Shawn Smith 87 Sunset Street Satellite Beach, FL 32937 Secy.
Gregory Shackelford 740 Wildbriar Rd Palm Bay, FL 32905 Treasurer

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Cecilia Champ Williams
1524 Clearlake Road Apt. 51
Cocoa, Florida 32922

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Cecilia Champ Williams
1524 Clearlake Road Apt. 51
Cocoa, Florida 32922

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Cecilia Champ Williams
Signature/Registered Agent

2/08/04
Date

Cecilia Champ Williams
Signature/Incorporator

2/08/04
Date

Cecilia Champ Williams

*to engage in any or all lawful activities permitted under the laws of the United States of America, the State of Florida, or any other state.

FILED
04 MAR 15 PM 12:51
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VIII. DISSOLUTION

UPON DISSOLUTION OF THE CORPORATION, THE BOARD OF DIRECTORS SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISPOSE OF ALL OF THE ASSETS OF THE CORPORATION TO ANOTHER ORGANIZATION OR ORGANIZATIONS WHICH ARE ORGANIZED AND OPERATED FOR THE SAME PURPOSES FOR WHICH THIS CORPORATION IS ORGANIZED OR TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS, LITERACY, OR SCIENTIFIC PURPOSE AS SHALL AT THE TIME AT TIME QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATION UNDER SECTION 501C3 OF INTERNAL REVENUE CODE OF 1954 AS AMENDED, AS THE BOARD OF DIRECTORS SHALL DETERMINE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE CIRCUIT COURT OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IS THEN LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATIONS OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

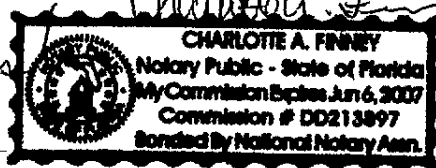
ARTICLE IX.

THE MEMBERS OF THIS CORPORATION SHALL HAVE NO RIGHTS, TITLE OR INTEREST WHATSOEVER IN ITS INCOME, PROPERTY, OR ASSETS, NOR SHALL ANY PORTION OF SUCH INCOME, PROPERTY, OR ASSETS BE DISTRIBUTED TO ANY MEMBER ON THE DISSOLUTION OR WINDING UP OF THIS CORPORATION. MEMBERS OF THIS CORPORATION SHALL NOT BE PERSONALLY LIABLE FOR THE DEBTS, LIABILITIES OR OBLIGATIONS OF THE CORPORATION AND SHALL NOT BE SUBJECT TO ANY ASSESSMENTS.

The undersigned incorporator has executed these Articles of Incorporation this 8th day of February, 2004.

Cecilia Champ Williams
Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD: SS



Before me, a notary public, authorized to take acknowledgements in the state and county set forth above, personally appeared Cecilia C. Williams known to me and by me to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he executed these Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 13 of Feb, 2004.

Cecilia Champ Williams

The Grace Corporation
164-38-6091

Grace Marketing International, Inc