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TALLAHASSEE, FLORIDA

3900 NW 79TH AVE
SUITE 443
MIAMI, FL 33166

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DIPP, DIPP & ASSOCIATES, INC.

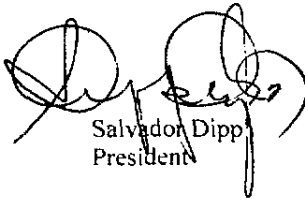
June 3, 2004

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
CORPORATE RECORDS
P.O. BOX 6327
TALLAHASSEE, FL 32314

Dear Sir or Madam:

Hereby you will find The Articles of Incorporation for Miami-Dade Aquatic Club Foundation, Inc. in order to be file as a Legal Corporation, Non Profit Organization under the Laws with the State of Florida.

Sincerely,


Salvador Dipp
President

.....

04 JUN -7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MIAMI-DADE COUNTY AQUATIC CLUB FOUNDATION, INC.

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

Article I

The name of the corporation hereinafter referred to, as the "Corporation" is MIAMI-DADE COUNTY AQUATIC CLUB FOUNDATION, INC.

Article II

The principal place of business and mailing address of this corporation shall be 10015 SW 2ND Terrace, Miami, Florida 33174

Article III

The Corporation is organized exclusively to support amateur swimming sport teams, as well for charitable, religious, educational, and scientific purposes, 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. The corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

Not part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 the Court of Common Pleas 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 IV

The manner in which the directors are elected or appointed shall be pursuant to the By-Laws of the Corporation.

Article V

The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

Names	Adressess	Titles
Ricardo Rodriguez	10015 SW 2 ND Terrace, Miami, FL/ 33174	President
David Alberto Rodriguez	10015 SW 2 ND Terrace, Miami, FL/ 33174	Vice President/Treasurer
Margarita del Cerro	10015 SW 2 ND Terrace, Miami, FL/ 33174	Secretary

Article VI

The name and address of the initial registered agent of this Corporation is Salvador Dipp, 3900 NW 79TH Ave. Suite 443, Doral, FL 33166 on May 29, 2004

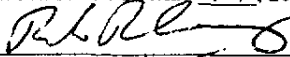
Salvador Dipp  (SEAL)
Signature/Registered Agent

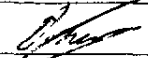
I am familiar with and accept the duties as registered agent.

Article VII

The name and street address of the incorporator for these Articles of Incorporation are as follows: Ricardo Rodriguez/
David Alberto Rodriguez
Margarita del Cerro

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at 10015 SW 2ND Terrace, Miami, FL, 33174 on May 29, 2004.

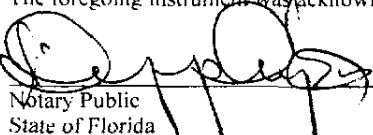
Ricardo Rodriguez  (SEAL)

David Alberto Rodriguez  (SEAL)

Margarita del Cerro  (SEAL)

State of Florida
Miami-Dade County

The foregoing instrument was acknowledge before me this 29 Day of May, 2004

 (SEAL)
Notary Public
State of Florida

My Commission Expires:

