

**Electronic Articles of Incorporation
For**

N04000005740
FILED
June 09, 2004
Sec. Of State
Ipoole

SHAPE FUTURES, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
SHAPE FUTURES, INC.

Article II

The principal place of business address:
1781 N.W. 95TH STREET
MIAMI, FL. 33147

The mailing address of the corporation is:
51 S.W. 11TH STREET
SUITE # 936
MIAMI, FL. 33130

Article III

The specific purpose for which this corporation is organized is:
SHAPE FUTURES, INC. PROVIDES A FREE, HIGH-QUALITY PSAT AND
POST-SECONDARY EDUCATIONAL OPPORTUNITY PREPARATION FOR
SELECTED LOWER-INCOME HIGH SCHOOL STUDENTS.

Article IV

The manner in which directors are elected or appointed is:
THE DIRECTORS ARE ELECTED AS STATED IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:
NINA E TENG
51 S.W. 11TH STREET
SUITE # 936
MIAMI, FL. 33130

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: NINA E TENG

Article VI

The name and address of the incorporator is:

NINA E TENG
51 S.W. 11TH STREET
SUITE # 936
MIAMI, FL 33130

Incorporator Signature: NINA E TENG

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
CAREY KANE
3550 BISCAYNE BOULEVARD, SUITE 403
MIAMI, FL. 33137 US

Title: VP
RICHARD A WILLIAMS DR.
1781 N.W. 95TH STREET
MIAMI, FL. 33147 US

Title: S
CATHY HAMILTON-GREEN
1450 N.E. 2ND AVENUE, ROOM 202
MIAMI, FL. 33132 US

Title: DIR
SAMUEL L JOHNSON
1781 N.W. 95TH STREET
MIAMI, FL. 33147 US

Title: DIR
CINDY SOELL
1500 BISCAYNE BOULEVARD, SUITE 129
MIAMI, FL. 33132 US

Title: DIR
EMIRCE LADAGA
1781 N.W. 95TH STREET
MIAMI, FL. 33147 US

Article VIII

The effective date for this corporation shall be:

06/04/2004