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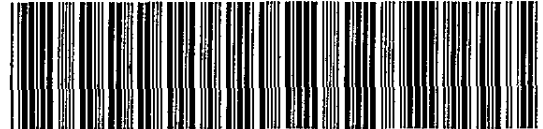
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ARTICLES OF INCORPORATION
OF

RUTH E. NIXON EDUCATIONAL BOOK FAIR, INC.

The undersigned, for the purpose of forming a nonprofit corporation under Chapter 617, Florida Statute, does hereby makes and adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is **RUTH E. NIXON EDUCATIONAL BOOK FAIR, INC.**

The principal place of business of the corporation at the time of incorporation is such principal place of business, place or places designated by the Board of Directors. **214 S.W. 1ST TERRACE
DEERFIELD BEACH, FL. 3344.**

ARTICLE II

The corporation shall have perpetual existence unless dissolved by law. The existence of the corporation shall commence upon filing these Articles of Incorporation with the Secretary of State.

ARTICLE III

The corporation is exclusively organized and shall be operated exclusively for the following nonprofit purpose:

- A. To establish and operate a nonprofit organization to pay the costs or a substantial portion of the cost to maintain, improve investment value of properties within the association.
- B. This Corporation shall have three divisions:
 1. Economic development, Consultant.
 2. Infill housing and Commercial Property.
 3. Youth Education Foundation and Senior Citizen Program.
- C. To exercise all rights and powers conferred by the laws of the state of Florida upon nonprofit charitable corporations including without limiting the generality of the foregoing, to acquire by donation, contribution, bequest, devise, gift, purchase, lease and otherwise any property of any sort or nature without limitations as to its amount or value, and to hold invest, reinvest, manage, use apply, employ, sell expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property, and the income principal, and proceeds of such property, real estate, business for Humanity and Economic development, for any of the purposes set forth herein.
- D. To do such other things as are incidental including higher character building, promote higher education, and civic responsibilities, as well as other purpose of the corporation that are necessary or desirable in order to accomplish them.

ARTICLE IV

- A. Any person shall be eligible for membership in the corporation upon application to and approval as provided in by the by-laws of the corporation.

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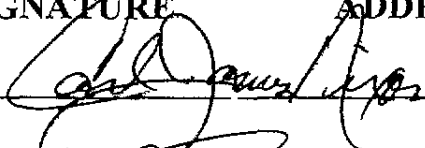
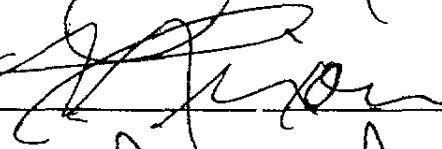
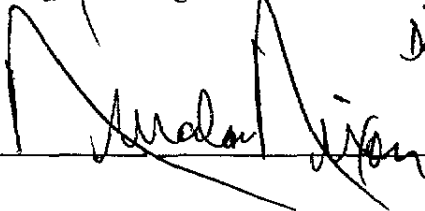
Any applicant meeting the qualifications set forth above and desiring to become a member of the corporation shall make application on a form supplied by the corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

- C. Membership may be terminated by expulsion for just cause or by resignation within thirty (30) days prior written notice to the Board of Directors.

ARTICLE V

The affairs of the corporation shall be managed by a Board of Directors. Directors shall be elected, appointed or removed in accordance with the procedure provided in the by-laws.

The corporation shall initially have 3 Board of Directors. The number of such directors may be increased or decreased from time to time by action in accordance with the provisions by the by-laws. New directors shall be elected or appointed as provided in the by-laws. The by-laws may also provide for ex-officio and honorary directors and their rights and privileges. The names and address of the initial members of the Board of Directors of the corporation and Board Members are:

TITLE	NAME	SIGNATURE	ADDRESS
President	Carl James Nixon		214 SW 1 ST TER. DEERFIELD BEACH FL. 33441
Vice President	Sharon L. Nixon		214 SW 1 ST TER. DEERFIELD BEACH FL. 33441
Secretary / TREASURER	Nimaha N. Nixon		214 SW 1 ST TER. DEERFIELD BEACH FL. 33441

ARTICLE VI

The corporation is organized and shall operate on a non-stock basis and shall have the power to issue shares of any type or class of stock or other certificates or writing evidencing an ownership or proprietary interest in the corporation.

ARTICLE VII

The corporation dedicated all assets which it may acquire to the charitable purpose set forth in Article III hereof. In the event that the corporation shall dissolve or otherwise terminate its corporate existence, subject to the provision of Chapter 607, Florida Statutes, the corporation shall distribute all its existing assets to one or

more organizations which themselves are exempt as organizations described in Sections 501 © (3) and 170

© (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the federal government or state or local government for exclusive public purposes.

ARTICLE VIII

The name and address of the incorporator of the corporation is as follows:

Carl Nixion 214 S. W. 1st Terr., Deerfield Beach, Fl 33441

ARTICLE IX

The corporation may indemnify each officer, director, or employee, including former officers, directors, or employees, to the full extent permitted by Chapter 617, Florida Statutes.

ARTICLE X

The Bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended, or rescinded by the Board of Directors.

ARTICLE XI

The corporation reserves the right to amend and repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the members, directors, and officers are to this reservation.

ARTICLE XII

No part of the net earnings of the corporation shall inure to the benefit of or be distributor to its members, directors or officers, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be to perpetuate or engage in propaganda, or to otherwise attempt to influence legislation, and the corporation shall not politically campaign for or against any candidate for the public office. Notwithstanding any other provision of these Articles of Incorporation, 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 © (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, to which of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Oct. day of 27th 2004

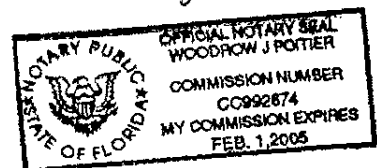
Signature of Incorporator: _____

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn to me before this 4 day of: NOV. 2004

NOTARY PUBLIC

Woodrow J. Portier



My commission expires:

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0501 or 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: **RUTH E. NIXON EDUCATIONAL BOOK FAIR, Inc.**

The name and address of the registered agent and office is: **CARL NIXON, 214 S.W. 1ST TERR.
DEERFIELD BEACH, FL 33441**

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 appointment 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.

SIGNATURE

DATE

NOTARY PUBLIC

My commission expires:

