

The New
Graf Paige and Associates,
Incorporated
1460 N.W. 79
Street
Miami,
Florida

January 1st, 1995

Florida Department of State
Division of Corporations
P.O. Box 327
Tallahassee,
Florida 32314

000001376430
-017-35--01085--014
****131.25 ****131.25

Gentlemen/women:

Enclosed please find for filing one (1) original of Graf Paige
and Associates articles and one (1) original for return service
certified copy to:

Graf Paige and Associates,
Incorporated
1460 NW 79st
Miami,
Fla.
33147

Enclosed please find the required fees of one hundred twenty-two
dollars and fifty cents in the form of a United States Postal Money
Order for:

Filing fees	\$35.00
Certified	0
Copy	\$52.50
Registered	
Agent	
Designation	\$35.00
Additional Certificate of Status	\$ 8.75
Total	\$131.25

Also enclosed is a self addressed envelope for your return service
including postage fees attached.

Thank you in advance for your speedy service, your speedy return service
and your concern towards the best interest of people and animals every-
where.

cc: Open file

Phone inquiries (305) 957-7598

Very truly yours,

Graf Paige
William Graf Paige
President For the
New Graf Paige &
Associates and the
New RPO Self-
Educational Foundation

T. BROWN JAN 13 1995

ARTICLES OF INCORPORATION

OF

NEW GRAF PAIGE AND ASSOCIATES,
INC.

FILED
95 JAN 11 AM 9:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned person(s), residents, responsible people and citizens of the United States, do hereby associate ourselves together for the purpose of forming a not-for-profit corporation pursuant to the Not-For-Profit Corporate Laws of the State of Florida, and adopt(s) the following articles of incorporation for such corporation.

ARTICLE 1

Name

The name of the corporation shall be New Graf Paige and Associates, Inc. with it's principal place of business at 1460 N.W. 79 Street, Miami, Florida, 33147, and such other places within or without the United States as may be designated by said not-for-profit corporation.

ARTICLE 11

Duration

The period of this corporation is perpetual, unless dissolved according to law. The not-for-profit corporate existence shall commence upon the filing of this document at the Secretary of State level of the State of Florida.

ARTICLE 111

Specific and Primary Purposes

"To co-ordinate a membership activity of responsible American Citizens to provide growth in the Statues of Law governing the blend of public or private monies with private or quasi-public management, providing direct leadership solving those many problems caused by

the over-population of people (and animals) everywhere; to fund economic growth in the United States of America for all American citizens, good government, nationally and internationally, for-profit and not-for-profit corporations, private and public schools, and individuals worldwide; to eliminate national and international deficits and double budgets without taxation; to double the values of money with the sharing of our only natural resource, our tax-exempt authority by doubling the value of stock sold tax-deductible to investors; to double consumerism, productivity and employment for the citizens of the United States and of the world; and to continue an on-going self-educational program of self-education in responsible citizenship and pet ownership within the community"

ARTICLE 1V

General and Objective Purposes

To appoint membership co-ordinators as "Associate Agents" for process to conduct a membership activity of business and individuals as "members in good and regular standing" of the New Responsible People-Pet Ownership Self-Educational Foundation, a Type "B" Not-For-Profit Corporation, nationally and internationally, sharing our tax-exempt authority in contributions of subvented stock certificates and Plan and Certificate(s) of Merger, deriving the full ten percent corporate contribution of any profits gained to be redistributed into the local community collected, eliminating Federal, State, County and City deficits of business, individuals, schools, not-for-profit corporations, and good government; and to double the budgets of Federal, State, County, and City governments, individuals and for-profit and not-for-profit corporations, private and public schools, without taxation, promoting the primary means for financial support of Constitutional Laws and the general welfare of the citizens of the United States affording the small and large business a competitive edge in their own marketplace.

ARTICLE V

Tax Clause

It is the intention of this corporation at all times to qualify and remain qualified as exempt from income tax under section 1411 (f) of the Not-For-Profit Corporation Law of 1970, as the same may from time to time be amended. Accordingly:

(a) The Corporation is not to have authority to issue capital stock;

(b) The Corporation shall not be conducted or operated for profit and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 Articles(s) III (three) and IV (four) hereof. No 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 publishing or distribution of statements) any political campaign on behalf of 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 income tax under section 1411 (f) of the Not-For-Profit Corporation Act of Law of 1970, or (b), by a corporation exempt from Federal income tax under 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (c), by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law.)

(c) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to

such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Supreme Court 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.

(d) The corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1954, as amended, and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4941 (d) of the Code; (b) retain any excess business holdings as defined in Section 4943(c) of the Code; (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or (d) make any taxable expenditures as defined in Section 4945 of the Code.

(e) The corporation shall not engage in any transaction described or defined as a "prohibited transaction" by Section 503(c) of the Internal Revenue Code of 1954 (26 U.S.C.A. Sec. 503(c)), as the same may be amended from time to time; nor shall the income of the corporation be unreasonably accumulated or invested in such a manner as to jeopardize the carrying out of the purpose of the corporation within the intentment of Section 504(a) of the Internal Revenue Code of 1954 (26 U.S.C.A. Section 504(a)), as the same may be amended from time to time.

ARTICLE VI

Membership

The qualifications for members and the manner of their admission are by offering membership certificates to any responsible person or pet owner residing anywhere in the United States or any foreign country supporting United States Constitutional and Charitable Trust Laws and any one of the specific and primary purposes or general and objective purposes of the corporation. Membership is open to all American citizens in and out of business who substantially relate to those specific and primary purposes of the corporation. The rules for admission will be provided by the corporation through it's by-laws.

ARTICLE VII

Non-Stock

This corporation shall be a non-stock corporation according to the rules and regulations of the United States Department of the Treasury and the Charitable Trust Act of 1954.

ARTICLE VIII

Officers

- Section 1. **PRESIDENT:** The President shall preside at all meetings of the Board of Directors; shall appoint committees and shall be an officer member of such committees and perform such other duties as generally pertain to this office.
- Section 2. **VICE-PRESIDENT:** In the absence of the President, the Vice-President shall perform the duties pertaining to the office of the President, and shall perform all duties delegated to him by the President.
- Section 3. **SECRETARY:** The Secretary shall be responsible for keeping the minutes of all meetings of the Board of

Directors and shall have general charge of the corporate book and seal of the corporation as well as memberships. He/She shall notify the Board of Directors of all meetings of the Board and take the minutes of such meetings. These minutes of these meetings shall be read to the next Board of Directors meetings. He/She shall have charge of the contracts of the Corporation.

Section 4. TREASURER: The Treasurer shall be responsible for keeping charge of the funds of the corporation and take reports of the receipts and disbursements in such form and manner as the Board may direct. He/She shall collect or cause to collect all contributions, bequests, fees, donations, capital contributions, subventions, bonds and notes, assessments, and fines owing the corporation and shall keep or cause to be kept proper accounts of the corporation. He/She shall pay all bills or cause them to be paid by a properly designated person. All checks shall be counter signed (if required) by the President or Vice-President.

Section 5. The officers shall be elected by the Board of Directors of the corporation at its annual meeting.

ARTICLE 1X

Board of Directors

Section 1. The general business affairs of this corporation shall be vested in a Board of Directors, consisting of not less than three (3) and not more than ten (10) members. A director may resign by written notice

delivered to the Board of Directors. The initial Directors shall hold office until the first annual meeting of the corporation at which time a Board of Directors shall be elected. The term of Directors thereafter chosen shall be for a period of seven (7) years except that the terms of office of persons chosen to fill vacancies arising by reasons of death, resignations or otherwise, shall be for the unexpired term of the Director whose place is vacant.

Section 2. The management and administration of the corporation shall be vested in the Board of Directors.

Section 3. The Board of Directors shall be elected by two-thirds quorum vote of the Board of Directors of the corporation.

Section 4. If any vacancy occurs in the Board of Directors by reason of death or resignation of one of its members, the President shall appoint a Director to fill such vacancy.

Section 5. The below Directors shall be considered to have held and exercised the powers of the following offices and shall continue to do so until the election of the first Board of Directors meeting.

1. William G. Paige - President Director
1460 N.W. 79 Street
Miami, Florida 33147
2. Raymond Hermetet - Vice-President Director
1460 N.W. 79 Street
Miami, Florida 33147
3. Schallet C. Slade - Secretary Director
1460 N.W. 79 Street
Miami, Florida 33147

ARTICLE X

Meetings

- Section 1. There shall be an annual meeting of the members of this corporation at such time as shall be designated in the by-laws of this corporation.
- Section 2. The annual meeting of the Board of Directors shall be held each year following the annual meeting of the members. Additional meetings of the Board may be called at any time at the discretion of the President, or upon call by one-third of the members of the Board of Directors upon one (1) weeks notice to the members of the Board of Directors.
- Section 3. All officers shall assume office immediately upon election and shall serve for a period of five (5) years or until their successors are elected.
- Section 4. At any Board meeting, a majority of Board members shall constitute a quorum.
- Section 5. In case any office becomes vacant by death or resignation, the Board of Directors shall elect one (1) of its members to fill the vacancy, who shall hold such office for the unexpired term.

ARTICLE XI

Location

The street address and city of the initial registered office of the corporation shall be: 1460 N.W. 79 Street, Miami, Florida 33147 and the name of the registered agent at such address is Graf Paige.

ARTICLE XII

Amendments

These Articles of Incorporation may be amended by a two-thirds (2/3) quorum vote of the Board of Directors at any regular meeting, provided copies of the proposed amendments have been sent to all members at least one (1) week prior to the meeting at which said amendments are to be considered.

ARTICLE XIII

Distribution of Assets on Dissolution

In the event that the corporation shall be terminated or cease to exist or the purposes of this corporation cannot effectively be carried out, this corporation may be dissolved and the assets of the corporation may be distributed to any charitable, non-profit, not-for-profit corporation as shall be deemed by the membership of the corporation to be engaged in activities consistent with the purposes of this corporation.

ARTICLE XIV

INCORPORATORS

The name and residence of the person(s) forming this corporation is as follows:

1. William G. Paige
1480 N.W. 79 Street
Miami, Florida 33147

Dated the 14th day of December, 19 94

IN WITNESS WHEREOF, the undersigned being the incorporator
of this corporation have executed these Articles of Incorporation.

Signature of Incorporator

William G. Paige

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby agree
to act in this capacity, and I further agree to comply with the provi-
sions of all statutes relative to the proper and complete performance
of my duties, and I accept the duties and obligations of Section 607.
325 of the Florida Statutes of Law.

Graf Paige
(Registered Agent)

STATE OF FLORIDA) ss
COUNTY OF DADE)

Before me, the undersigned authority, personally appeared William
Graf Paige, _____.

to me well known to the person(s) who executed the foregoing articles
of incorporation and acknowledge before me, according to law, that he
made and subscribed the same for the purposes therein mentioned and
set forth. IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 14th day of December, 19 94.

[Signature]
(Notary Public)

My Commission Expires:

seal

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. SEPT 27, 1995
BONDED THRU GENERAL INS. UNCL.