

N95000001809
Gardenia Enterprises

Market and Economic Planning

March 26, 1995

Secretary of State
Division of Corporations
P.O. Box 6237
Tallahassee, Florida 32314

FILED
95 MAR 10 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sirs:

Enclosed are two copies of Certificate of Incorporation for our client Naturally Educated and Really Doin' It - Initiative, Inc.

Also enclosed is a check payable to Secretary of State in the amount of \$122.50 for the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Designation	35.00

Please mail the completed Corporate Papers to:

Gardenia Enterprises
1110 NE 163 Street, Suite #6
N Miami Beach, Florida 33162

100001452731
-04/11/95--01007--002
****122.50 ****122.50

Thank you very much.

Yours Truly,

Gardenia Enterprises

cc: NERD
file

Mr. De Pina GAVE

AUTHORIZATION BY PHONE TO

CORRECT monetary transactions / addition

DATE 3/17/95

DOC. EXAM. aflo

1110 North East 163rd Street, Suite # 6
North Miami Beach, Florida 33162

Telephone: (305) 944-8814
Telecopier: (305) 944-8487

ARTICLES OF INCORPORATION
OF
Naturally Educated and Really Doin' It - Initiative, Inc.
A FLORIDA NONPROFIT CORPORATION

FILED
95 APR 10 PM 1:24
SECRET
TALLAHASSEE, FL 32304

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

Article 1. **Name.**

The name of the Corporation is: **Naturally Educated and Really Doin' It - Initiative, Inc.**

Article 2. **Duration.**

The duration of the Corporation is perpetual

Article 3. **Purposes.**

- A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are:

One: To promote creativity, individuality, self expression, and responsibility to students through workshops, peer counseling, discussions and other educational programs.

Two: To emphasize and promote professional, social, and fraternal aspects of student activities on campus.

- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.
- C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4. **Members.** The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and each initial Voting Member are as follows.

<u>Name</u>	<u>Address</u>
Jamal DePina	30 SW 10 St #R Miami, Fl 33130
Earl R. Niles	2734 NW 200 Terr, Miami, Fl 33056
Noe Mompoint	1105 NE 128 St North Miami, Fl 33161

Article 5. Initial Registered Agent and Office. The initial registered agent is Jamal DePina and the initial registered office is located at 1110 NE 163 St., Suite # 6, North Miami Beach, Florida 33162, also corporations principle address.

Article 6. Initial Board of Directors. The initial Board of Directors shall have three members whose names and addresses are:

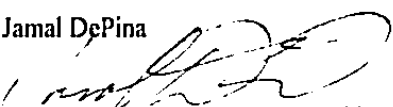
<u>Name</u>	<u>Address</u>
Jamal DePina	30 SW 10 St. #R Miami, Fl 33130
Earl R. Niles	2734 NW 200 Terr, Miami, Fl 33056
Noe Mompoint	1105 NE 128 St. North Miami, Fl 33161

The numbers of directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three. The manner in which directors are elected is stated in bylaws

Article 7. Officers. The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation are as follows:

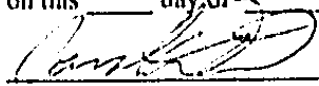
<u>Title:</u>	<u>Name:</u>	<u>Address:</u>
President	Jamal DePina	30 SW 10 St. #R Miami, Fl 33130
Secretary	Earl R. Niles	2734 NW 200 Terr, Miami, Fl 33056
Treasurer	Noe Mompoint	1105 NE 128 St. North Miami, Fl 33161

Article 8. Incorporators. The names and addresses of the incorporator (s) of this corporation are:

<u>Name</u>	<u>Address</u>
Jamal DePina	30 SW 10 St. #R Miami, Fl 33130
 Jamal DePina	

Article 2. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

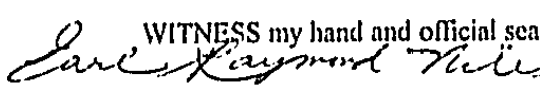
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this ____ day of ____, 19__


(Signatures of Incorporators)

STATE OF FLORIDA)
COUNTY OF DADE

Before me personally appeared JAMAL DEPINA, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of March, 1995.


EARL RAYMOND NILES
Notary Public, State of Florida at Large
My Commission expires:

(Seal)


Notary Public, State of Florida
My Commission Expires June 2, 1993
Bonded Thru Troy Pahn - Insurance Inc.

I accept designation as registered agent

Jamal DePina
1110 NE 163 rd Street, Suite #6
North Miami Beach, Florida 33162


Jamal DePina