

JONATHAN KLINE, P.A.

ATTORNEY AT LAW

N95000003628

June 28, 1995

Pembroke Pines Professional Center
9050 Pines Boulevard
Suite 450
Pembroke Pines, Florida 33024
(305) 435-5291
Facsimile (305) 435-7877

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed is the Articles of Incorporation for Broadway Group South, Inc. I have enclosed a check for \$78.75 which will cover:

- 1) Filing of the Articles of Incorporation for Broadway Group South, Inc.,
- 2) The designation of and acceptance by the registered agent, and
- 3) Certificate of Status for Broadway Group South, Inc.

I have enclosed a copy so that it may be "clocked in" and sent back to my law firm.

Jonathan Kline, P.A.
Jonathan Kline, Esq.
Attorney At Law
Pembroke Pines Professional Center
9050 Pines Boulevard
Suite 450
Pembroke Pines, Florida 33024

If you have any questions please do not hesitate to contact my office.

Sincerely,


Jonathan Kline, Esq.

W95-13859

JUL 11 1995 BSB

00524 3293 626, 6671

Articles of Incorporation
for Broadway Group South, Inc.

FILED
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TALLAHASSEE, FLORIDA

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*****78.75 *****78.75



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 11, 1995

JONATHAN KLINE, P.A.
PEMBROKE PINES PROFESSIONAL CENTER
9050 PINES BLVD. SUITE 450
PEMBROKE PINES, FL 33024

SUBJECT: BROADWAY GROUP SOUTH, INC.
Ref. Number: W95000013857

We have received your document for BROADWAY GROUP SOUTH, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There's no provisions for stock in non-profit corporations.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 295A00033206

JONATHAN KLINE, P.A.

ATTORNEY AT LAW

Pembroke Pines Professional Center
9050 Pines Boulevard
Suite 450
Pembroke Pines, Florida 33024
(305) 435-5291
Facsimile (305) 435-7877

July 19, 1995

Brenda Baker
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Baker:

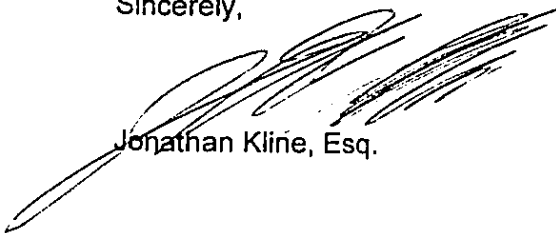
Enclosed is the amended Articles of Incorporation for Broadway Group South, Inc. I have made the necessary corrections as per your letter dated July 11, 1995.

I have enclosed a copy so that it may be "clocked in" and sent back to my law firm:

Jonathan Kline, P.A.
Jonathan Kline, Esq.
Attorney At Law
Pembroke Pines Professional Center
9050 Pines Boulevard
Suite 450
Pembroke Pines, Florida 33024

If you have any questions please do not hesitate to contact my office.

Sincerely,



Jonathan Kline, Esq.

ARTICLES OF INCORPORATION

OF

BROADWAY GROUP SOUTH, INC.

The undersigned Subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is **BROADWAY GROUP SOUTH, INC.**

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

The purpose for which the corporation is organized are as follows:

A. To receive and to administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation and to give funds and property from time to time to other organizations to be used or held for use directly in carrying out one or more such purposes.

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by

Section 501(c)(3) of the code, with all powers conferred on nonprofit corporations under the laws of the State of Florida.

D. A not for profit cultural organization dedicated to providing greater opportunities for cultural stimulation, exposure and enrichment to the visual arts.

ARTICLE III

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$300.00.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have a perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of the State of Florida.

ARTICLE V

OFFICE ADDRESS

The initial office address of the principal office of this corporation in the State of Florida is 239 N.W. 119 Way, Coral Springs, Florida 33071. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI

MAILING ADDRESS

The Board of Directors may at any time without notice, change the mailing address of this corporation and this address may be different than the "office address" as reflected in Article V of these articles.

ARTICLE VII

DIRECTORS

This Corporation shall never have fewer than three directors. The number of directors may be either increased or diminished from time to time by the By-laws adopted by the Board of Directors, but shall never be fewer than three. The manner in which directors are elected shall be governed by the provisions of the By-laws of Broadway Group South, Inc.

ARTICLE VIII

BOARD OF DIRECTORS

The names and post office addresses of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Sheila Lynn Knies	9150 W. Atlantic Blvd. #1736 Coral Springs, FL 33071
Terrell T. Nicholson	3639 N.W. 99th Terrace Sunrise, FL 33351
Barbara A. Turner	3541 N.W. 99th Terrace Sunrise, FL 33351
Steven W. Gula	239 N.W. 119 Way Coral Springs, FL 33071
Wendy Lee Nedbor	3639 N.W. 99th Terrace Sunrise, FL 33351

ARTICLE IX

OFFICERS

The affairs of the corporation shall be managed by the officers as may from time to time be designated by the Board of Directors. The office, names, and post office addresses of the officers of Broadway Group South, Inc. are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Sheila Lynn Knies	9150 W. Atlantic Blvd. #1736 Coral Springs, FL 33071
Vice President of Talent	Terrell T. Nicholson	3639 N.W. 99th Terrace Sunrise, FL 33351
Vice President of Human Resources	Barbara A. Turner	3541 N.W. 99th Terrace Sunrise, FL 33351
Treasurer	Steven W. Gula	239 N.W. 119 Way Coral Springs, FL 33071
Secretary	Wendy Lee Nedbor	3639 N.W. 99th Terrace Sunrise, FL 33351

ARTICLE X

EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 purpose set forth in Article Three hereof. no substantial part of the activities of the corporation shall be the carrying on of propaganda, or other wise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to 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 federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation,

contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE XI

DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction 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 XII

AMENDMENT

These articles of incorporation may be amended in the manner provided by law.

ARTICLE XIII

INCORPORATOR

The name and business address of the person signing these Articles of Incorporation is:

Jonathan Kline, P.A.
Pembroke Pines Professional Center
9050 Pines Boulevard
Suite 450
Pembroke Pines, Florida 33024

ARTICLE XIV

INITIAL REGISTERED AGENT

The initial registered agent shall be Jonathan Kline, Esq., whose office is located at Pembroke Pines Professional Center, 9050 Pines Boulevard, Suite 450, Pembroke Pines, Florida, 33024. The Board of Directors may from time to time, change the initial registered agent.

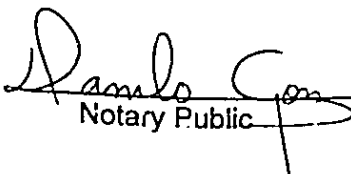
WITNESS the hand and seal of the incorporators in Broward County, State of Florida, this 18th day of July, 1995.


Jonathan Kline, Esq.

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared **Jonathan Kline, Esq.** who is personally known to me or who provided a Florida Drivers License or PERSONALLY KNOWN, as identification and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and seal at, Broward County, Florida this 18th day of July, 1995.


Notary Public



DANILO GONZALEZ
My Commission CC298365
Expires Jun. 29, 1997
Bonded by HAI
1-800-422-1555

FILED

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That BROADWAY GROUP SOUTH, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Broward County, Florida, has named Jonathan Kline, Esq., located at Pembroke Pines Professional Center, 9050 Pines Boulevard, Suite 450, Pembroke Pines, Florida 33024 as it's agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

BY:


Jonathan Kline, Esq.