

Lye & Lye Associates, Inc.

GEORGE LYE
7096 Taft Street
Hollywood, Florida 33024

ACCOUNTANTS
"Income Tax & Small Business Center"

LOLA LYE
(305) 963-2567
(305) 731-5556



N96000000535

DATE: June 27, 1998

Secretary of State
Attention: Ms. Loria Yvonne Poole
Division of Corporations
State of Florida
Tallahassee, Fl. 32304

Re: ALPHA ACADEMY ASSOCIATION, SOUTH FLORIDA CHAPTER, INC.

Dear Madam:

Enclosed herewith are the Articles of Incorporation
together with a copy of said Articles for
the above referenced Corporation and our check in the
amount of \$ 122.50 for the following:

Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy	52.50
Charter Tax	
Other	
Total Charges	\$ 122.50

FILED
95 JUN 30 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If the above name is not available, please call me by
telephone for another name. Thank you kindly for your
assistance in this matter.

Sincerely yours,

George J. Lye
George J. Lye
Accountant

GJL/11
Enclosures

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-02/05/98--01018--008
****122.50 ****122.50

ARTICLES OF INCORPORATION
OF
ALPHA ACADEMY ALUMNAE **ASSOCIATION, SOUTH FLORIDA** INC.

The undersigned, being desirous of forming a nonprofit corporation for educational, charitable, and philanthropic purposes under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE 1. NAME AND PLACE OF BUSINESS. The name of the corporation is: Alpha Academy Alumnae Association, South Florida INC. and it shall conduct its operations and its business principally within the State of Florida, and incidentally within the United States and outside the territory of the United States as may be determined by the Bylaws except as restricted herein.

ARTICLE 2. NOT FOR PROFIT. The Corporation is a corporation not for profit as defined in Section 617.01, Florida Statutes 19810. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

ARTICLE 3. DURATION. The Corporation shall have perpetual existence.

ARTICLE 4. PURPOSES. The Corporation may engage in any activity permitted under the laws of the United States and the State of Florida within the following purposes:

1. To solicit and receive grants and contributions.
2. To transact any and all lawful business for the benefit of Alpha Academy Alumnae Association, South Florida INC.
3. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
4. This organization is organized exclusively for educational, charitable, and philanthropic purposes, and not for profit; it shall have all the powers permitted by law.

ARTICLE 5. LIMITATION. 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 for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 (Purposes) hereof.

ARTICLE 6. MEMBERSHIP. Membership shall be attained by fulfilling the requirements as called for in the Bylaws. Membership may be terminated as called for in the Bylaws. The Bylaws may provide for the rights and privileges of the members in the said Corporation.

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TALLAHASSEE, FLORIDA

ARTICLE 7. SERVICE OF PROCESS. The following person has been named by this Corporation to accept service of process within the State of Florida:

Daphne Theodore,
9527 N.W. 52 Manor
Sunrise, FL 33351

ARTICLE 8. INITIAL BOARD OF DIRECTORS. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The names and addresses of those Directors who are to serve until the first annual meeting or as otherwise provided for in the Bylaws are as follow:

<u>NAME</u>	<u>ADDRESS</u>
Daphne Theodore	9527 N.W. 52 Manor Sunrise, FL 33351
Claudette Parkin	1420 N.W. 100 w Way Plantation, FL 33322
Veronica Keim	2410 Flamingo Drive Miramar, FL 33023
Lorizel Small	7960 N. Colony Circle, Bldg. 5-105 Tamarac, FL 33321

ARTICLE 9. OFFICERS. The Officers of the Corporation shall consist of those persons with title and positions, as provided for in the Bylaws, and further Bylaws shall provide for the extent and limits of powers and duties and responsibilities, their manner of qualification, election and manner of appointment, and other matters relating thereto. The name and address of each initial Officer of the Corporation who shall serve as officers until the first annual meeting or as otherwise provided for in the Bylaws are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Daphne Theodore	9527 N.W. 52 Manor Sunrise, FL 33351
Vice President	Claudette Parkin	1420 N.W. 100 w Way Plantation, FL 33322
Secretary	Veronica Keim	2410 Flamingo Drive Miramar, FL 33023

Treasurer

Lorizel Small

7960 N. Colony Circle, Bldg. 5-105
Tamarac, FL 33321

ARTICLE 10. INCORPORATORS. The name and address of the first
Incorporator is:

Name
Daphne Theodore

Address
9527 N.W. 52 Manor
Sunrise, FL 33351

ARTICLE 11. BYLAWS. 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. The provisions of Section 607.081, Florida Statutes (1981), as
amended from time to time, shall govern the Bylaws.

ARTICLE 12. AMENDMENT. The Corporation reserves the right to amend or
repeal any provisions contained in these Articles of Incorporation or any amendment to
them, and all rights and privileges conferred upon the Members, Directors and Officers are
subject to this reservation.

ARTICLE 13. 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 or other
certificates or writings evidencing an ownership or proprietary interest in the Corporation.

ARTICLE 14. INDEMNIFICATION. The Corporation shall indemnify each
Officer and Director, including former Officers and Directors, to the full extent permitted
by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

ARTICLE 15. ACCOUNTS INSPECTION. The Board of Directors from time
to time shall determine whether and to what extent, and at what time and places, and
under what conditions and regulations, the accounts and books of this Corporation, or any
of them, shall be opened to the inspection of the member, and no representative of the
member shall have the right to inspect any account or document of this Corporation
except as conferred by a statute, the Bylaws, or authorized by the Board of Directors or
by resolution of the member.

IN WITNESS WHEREOF, the undersigned have signed these Articles of
Incorporation on this January day of 23rd, 1996.

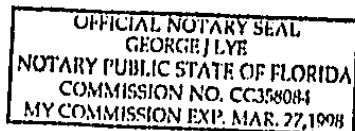
Daphne Theodore
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME personally appeared Daphne Theodore, 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 executed said
instrument for the purposes therein expressed.

WITNESS my hand and official seal this 23rd day of
January, 1996.

My Commission Expires



George J. Lye
Notary Public

95 JAN 30 PM 4:38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Alpha
Academy Alumnae Association, South Florida INC. which is contained in the
foregoing Articles of Incorporation:

REGISTERED AGENT

Daphne Theodore

REGISTERED OFFICE

9527 N.W. 52 Manor
Sunrise, FL 33351

DATED this 23rd day of January, 1996.

Daphne Theodore
Daphne Theodore
Registered Agent