

796000001693

March 13, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300001745523
-03/15/96--01121--009
*****78.75 *****78.75

Subject: Island Culture Club, Inc.

Dear sir/Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 from:

Donna M. Forbes
Island Culture Club, Inc.
10820 SW 200 Drive
No. 437
Miami, Florida 33157

For further information concerning this matter, please call:

Donna Thompson Forbes at (305) 255-3935

Thank you for your attention.

W96-6189

AL MAR 28 1995/

FILED
96 MAR 28 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 22, 1996

DONNA M. FORBES
10820 SW 200 DRIVE
NO. 437
MIAMI, FL 33157

SUBJECT: ISLAND CULTURE CLUB, INC.
Ref. Number: W96000006189

We have received your document for ISLAND CULTURE CLUB, INC. and your check(s) totalling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 396A00013215

ARTICLES OF INCORPORATION
OF
ISLAND CULTURE CLUB, INC.

FILED
96 MAR 28 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, rights, privileges, and liabilities of a corporation not for profit in accordance with Chapter 617.0202, of the Florida Statutes.

ARTICLE I

The name of this corporation shall be:

ISLAND CULTURE CLUB, INC.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

10820 S.W. 200 Drive
No. 437
Miami, Florida 33157

ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized is/are to provide children with the proper supervision so that they may learn to positively direct their energies to their greatest potential and to assist them with their studies during after school hours.

Article IV

The directors of the corporation shall be nominated by the incorporators and elected by member vote.

Article V

Initial registered agent and street address

The name and the street address of the initial registered agent is:

Edward Martin
10820 SW 200 Drive, No. 437
Miami, Florida 33157

ARTICLE V
Incorporators

The names and street addresses of the incorporators for these articles of incorporation are:

Edward Martin
10820 S.W. 200 Drive
No. 437
Miami, Florida 33157

Gregory Forbes
10820 S.W. 200 Drive
No. 437
Miami, Florida 33157

Nigel Reyes
10320 S.W. 200 Drive
No. 437
Miami, Florida 33157

Brenda Forbes
10320 S.W. 200 Drive
No. 437
Miami, Florida 33157

Donna M. Forbes
10820 S.W. 200 Drive
No. 437
Miami, Florida 33157

Monica Bootle
10820 S.W. 200 Drive
No. 437
Miami, Florida 33157

Velma Forbes
10320 S.W. 200 Drive
No. 437
Miami, Florida 33157

The undersigned incorporators have executed these Articles of Incorporation this 12 day of March, 1996.

Signatures of Incorporators:

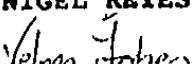

EDWARD MARTIN


GREGORY FORBES


DONNA M. FORBES


MONICA BOOTLE


NIGEL REYES


VELMA FORBES


BRENDA FORBES

CERTIFICATE DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
96 MAR 28 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 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.

1. The name of the corporation is:

ISLAND CULTURE CLUB, INC.

2. The name and address of the registered agent and office is:

Edward Martin
10820 S.W. 200 Drive, No. 437
Miami, Florida 33157.

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 AGREE 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.


EDWARD MARTIN

Dated: 3/12/96



N96000001693

ISLAND CULTURE CLUB INC
10800 SW 110 COURT
APT 437
MIAMI, FLORIDA 33157
(305) 235-0388
(305) 238-7127

Mr. Edward Martin
President
Mr. Gregory Forbes
Vice-President
Mrs. Donna Forbes
Secretary
Ms. Monica Hootle
Treasurer

May 17, 1996

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

15-28

Re: Article No. N96000001693

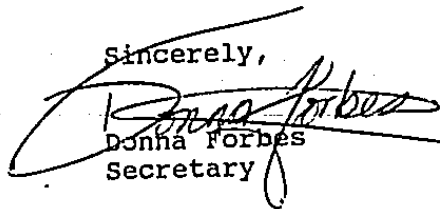
To Whom It May Concern:

This letter is to inform you of a change of address for the above referenced corporation.

The new address is, 19800 SW 110 Court No. 302B Miami, Florida 33157.

Please send any correspondence to the above address. Thank you for your cooperation.

Sincerely,


Donna Forbes
Secretary