



N960000003737

Thursday, 11 July, 1996

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President
Hanso Butler, Jr.
Secretary
Verbert C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Cline, Esq.
Clarence W. Ewell
T. Wilford Fair
Ronald E. Frazer
Howard P. Hays, Jr., M.D.
John A. Hall
Ken Mason
Congresswoman Carrie P. Meek
Dr. Rudolph Moss
Garth C. Reeves
Neil Robinson
Dorothea Stewart
Karen Johnson Street
Elaine H. Black
Executive Director

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

Gentlemen:

SUBJECT: AQUARIAN ARK TEMPLE OF TRANSFORMATION, INC.

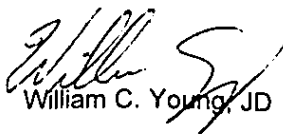
Enclosed please find an original and one copy of the titled Articles of Incorporation and the Certificate designating the place of business and registered agent. A check/money order 64988263530, in the amount of \$122.50, is enclosed.

Please file both the Articles and Certificate of Designation for each corporation and return a filed marked certified copy of each document to the following address:

**WILLIAM C. YOUNG, JD
TOOLS FOR CHANGE
6255 N. W. SEVENTH AVENUE
MIAMI, FL 33150**

Thank you for your attention to this matter.

Very truly yours,


William C. Young, JD

WCY:jad

Enclosures

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01/12/96-01018-017
***122.50 ***122.50

'JUL 16 1996'

BSB

FILED
96 JUL 15 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

6255 N W 7th Avenue • Miami, FL 33150 • Telephone (305) 751-8934 • Facsimile (305) 751 1619

FILED

CERTIFICATE OF INCORPORATION

96 JUL 15 AM 10:47

OF

AQUARIAN ARK TEMPLE OF TRANSFORMATION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: AQUARIAN ARK TEMPLE OF TRANSFORMATION, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 4755 N.W. 2nd AVENUE, MIAMI, Florida 33127.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under

Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a membership organization composed of those persons hereinafter listed as the initial board of directors and all other persons or organizations elected/selected for membership as provided in the bylaws.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 4755 N.W. 2nd AVENUE, MIAMI, Florida 33127, and JAMES BEALS is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The initial Board of Directors shall consist of **three (3) persons**. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws.

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII: INCORPORATORS

The incorporator of the Corporation is as follows:

<p>JAMES BEALS 1837 N.W. 45th STREET MIAMI, Florida 33127</p>

IN WITNESS WHEREOF, I, James Beals, the undersigned incorporator to these Articles of Incorporation, have affixed our signatures thereto on July 8, 1996.

James Beals
JAMES BEALS

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was sworn to before me this 8th day of July, 1996, by JAMES BEALS, who personally appeared before me at the time of notarization, and who is personally known to me or has produced a Florida Driver's License as identification.

NOTARY PUBLIC:
SIGN: Stanley B. Lewis
STANLEY B. LEWIS, ESQ.
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CC407757
Expires Sep. 18, 1998
Bonded by HAI
800-422-1555

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

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said Acts:

First--That AQUARIAN ARK TEMPLE OF TRANSFORMATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of Incorporation at City of MIAMI, County of DADE, State of FLORIDA has named JAMES BEALS located at 4755 N.W. 2nd AVENUE, in the City of MIAMI, County of DADE, State of Florida, as its agent to accept service of process with this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named to accept service of process for the above 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:

James Beals
JAMES BEALS

DATED:

6/21/96

FILED
JUL 15 AM 10:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE