

N9700000 6665

M. McClain Financial Accounting, Inc.

Marie M. McClain, E.A.

Accounting & Taxation

★ ★ ★

Registered Investment Advisor

for

Securities, Investments and Financial Planning

Life, Health and Disability Insurance

Enrolled Agent

(954) 525-6928

Fax (954) 763-5380

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97 NOV 24 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
1470 S.W. 19th Avenue
St. Lauderdale, FL 33312

For Professional Services Rendered:

Sec of State
Attn. Susan Coyne

11/13/97
500002361525--0
-12/03/97--01003--017
****122.50 ****122.50

Attached, please find Articles of Inc. of
Seven Sea Development Corp. for Non-Profit.

Also find check for \$122.50 which you quoted
me a couple of weeks ago. You also said
you would waive a \$35.00 fee.

Marie

If you have any questions, please call.

AUTHORIZATION BY PHONE TO

CORRECT at VI

DATE 12-1-97

DOC. EXAM BR

Marie M. McClain E.A.

Securities Offered Through Securities Service Network, Inc.

Member NASD & SIPC • The Medallion Group Division

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCTOBER 22, 1997

AFFIDAVIT TO RELEASE NAME OF CORPORATION

I NO LONGER WISH TO USE THE NAME OF THIS CORPORATION "SEVEN SEAS DEVELOPMENT CORPORATION", AND RELEASING IT TO BE USED IN ANOTHER CORPORATION. I AM THE SOLE SHAREHOLDER. ATTACHED PLEASE FIND ARTICLES OF DISSOLUTION ALSO FOR THIS CORPORATION.

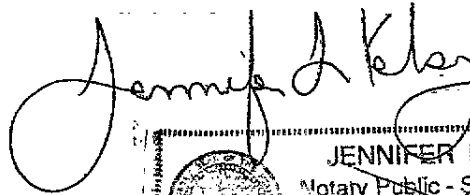
PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED AUTHORITY, AUTHORIZED TO ADMINISTER OATHS, CAME JOHN MCEWEN, WHO PROVIDED ME WITH IDENTIFICATION.

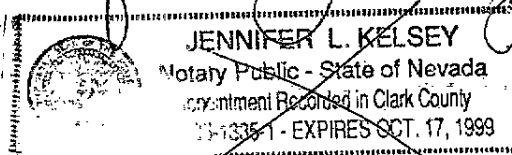
SIGNED, AND SEALED THIS 31st DAY OF OCTOBER, 1997.


JOHN MCEWEN

STATE OF NEVADA, Conty of Clark

SWORN TO AND SUBSCRIBED BEFORE ME THIS 4th DAY OF November 1997.





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TALLAHASSEE, FLORIDA

FAXEDTime:
Date:

10/22/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SEVEN SEAS DEVELOPMENT CORPORATION
A NOT FOR PROFIT CORPORATION**

**THE UNDERSIGNED HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE
PURPOSE OF BECOMING INCORPORATED PURSUANT TO CHAPTER 617.0202 F.S.**

ARTICLE 1

**THE NAME OF THIS CORPORATION SHALL BE SEVEN SEAS DEVELOPMENT
CORPORATION.**

ARTICLE 11

**THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS
CORPORATION SHALL BE 2302 NO. LOWELL LANE, SANTA ANNA, CALIF.,
92706.**

ARTICLE 111

**THE PURPOSE AND GENERAL NATURE OF THIS CORPORATION IS TO TRAIN
PERSONS TO OPEN EDUCATION CENTERS, CHURCHES, RELIEF ORGANIZATIONS,
AND BUSINESSES IN ORDER TO OPERATE EXCLUSIVELY FOR ALL OBJECTIVES
HEREIN DESCRIBED, PERMITTED AND LIMITED IN SECTION 501 (C) AND (D)
AND 401 (E) OF THE INTERNAL REVENUE CODE.**

**TO RESEARCH AND DEVELOP TECHNOLOGY TO PROVIDE SHELTER AND MEDICAL
SUPPORT TO THOSE IN NEED NATIONALLY AND INTERNATIONALLY.**

**TO INVOLVE EXPERTS IN ARCHITECTURE, PLANNING, ENGINEERING, LAW,
MEDICINE, AND COMPUTER TECHNOLOGY.**

**TO ASSIST IN RAISING FUNDS FOR OTHER PROGRAMS AND PROJECTS IN THE
DEVELOPMENT OF COMMUNITIES AND ANY OTHER FACETS WHICH MAY BE
NEEDED TO ACHIEVE OUR GOALS TO HELP COMMUNITIES TO GROW.**

ARTICLE IV

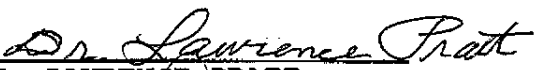


THIS NON PROFIT CORPORATION SHALL EXIST PERPETUALLY AS OF THE FILING DATE OF THESE ARTICLES.

ARTICLE V

THIS CORPORATION SHALL BE OPEN TO ALL PERSONS EXPRESSING A DESIRE TO PARTICIPATE IN FURTHERING THE PURPOSE OF THIS ORGANIZATION. NEW MEMBERS WILL BE ADMITTED UPON A MAJORITY VOTE OF THE BOARD OF DIRECTORS.

ARTICLE VI

THIS CORPORATION SHALL HAVE THREE DIRECTORS INITIALLY. THEIR NAMES AND ADDRESSES ARE AS FOLLOWS:

 DR. LAWRENCE PRATT	2302 NO. LOWELL LANE, SANTA ANNA, CAL., 92706
 KWABENA ANYANE-NTOW	806 JEROME RD. DURHAM, N.C. 27713
 D.JANE PRATT	1839 WYOMING AVE. N.W. WASHINGTON D.C., 20007

DIRECTORS SHALL BE ELECTED AS STATED IN THE BYLAWS OF THE CORPORATION.

ARTICLE VII

THE EXECUTIVE OFFICERS OF THIS CORPORATION SHALL BE A PRESIDENT, A SECRETARY, AND A TREASURER.

ARTICLE VIII

NO MEMBER, PERSON OR DIRECTOR SHALL RECEIVE ANY BENEFITS OR ANY DISTRIBUTIONS EXCEPT FOR THOSE PROVIDED BY THE BY-LAWS OF THIS CORPORATION.

ARTICLE IX

THIS CORPORATION SHALL BE EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED.

ARTICLE X

AMENDMENTS

AMENDMENTS TO THE ARTICLES OF INCORPORATION OR TO THE BY-LAWS MAY BE PROPOSED BY ANY DIRECTOR, OFFICER OR MEMBER OF THIS CORPORATION AT ANY REGULAR OR SPECIAL MEETING OF THE BOARD OF DIRECTORS, OR A MEETING PROPERLY CALLED WITH NOTICE GIVEN, AS PROVIDED BY THE BY-LAWS. AMENDMENTS SHALL BE MADE OR ALTERED BY TWO-THIRDS VOTE OF THE DIRECTORS PRESENT AT SUCH MEETING.

IN WITNESS WHEREOF, WE THE UNDERSIGNED INCORPORATORS, HAVE HERETO SET OUR HANDS AND SEALS THIS 11th DAY OF November, 1997 FOR THE PURPOSE OF FORMING THIS NOT FOR PROFIT CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND WE DO HEREBY MAKE AND FILE THESE ARTICLES OF INCORPORATION AS CERTIFIED THAT THE FACTS HEREIN ARE TRUE.

ARTICLE XI

SUBSCRIBERS

THE SUBSCRIBERS TO THE CHARTER OF INCORPORATION ARE AS FOLLOWS:

Dr. Lawrence Pratt
DR. LAWRENCE PRATT

2302 NO. LOWELL LANE
SANTA ANNA, CALIF. 92706

Kwabena Anyane-Ntow
KWABENA ANYANE-NTOW

806 JEROME RD.
DURHAM, N.C. 27713

D. Jane Pratt
D. JANE PRATT

1839 WYOMING AVE., N.W.
WASHINGTON D.C., 20007

McCLAIN-FINANCIAL-INC

Fax : 954-763-5380

Oct 31 '97 14:37 P.05

FILED

97 NOV 24 PM 12:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE X11
REGISTERED AGENT**

**THE REGISTERED AGENT AND REGISTERED OFFICE OF THIS CORPORATION
SHALL BE:**

Marie M. McClain
MARIE M. MCCLAIN

**1470 S.W. 19TH AVE.
FT. LAUDERDALE, FLA., 33312**

**I HEREBY STATE THAT I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.**