

N 970000006741

Shamima Hardcastle
Requestor's Name

1007 North Federal Hwy
Suite 96 Address

St. Lauderdale, Fla 33304
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____ 200002359182--7
(Corporation Name) (Document #) -12/01/97-U1115-001
*****70.00 *****70.00

- Walk in
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 DEC -1 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

IN 12-4-97

FILED

97 DEC - 1 AM 8:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
THE PEACOCK TRUST USA, INC.

The undersigned hereby form a corporation not for profit under the laws of the State of Florida, Chapter 617, Florida Statutes.

ARTICLE I

The name of the corporation is THE PEACOCK TRUST USA, INC.

ARTICLE II

The principal place of business and mailing address of the corporation is 1007 North Federal Highway, Suite 96, Ft. Lauderdale, FL 33304.

ARTICLE III

The corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE IV

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 purposes set forth in Article III hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except to the extent the corporation has elected to come under the provisions of the Code allowing certain lobbying expenditures), and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or by a corporation contributions to which are deductible under section 170 c (2) of the Code or corresponding section of any future federal tax code.

ARTICLE V

All powers of the corporation shall be exercised by or under the authority of its Board of Directors, and the affairs of the corporation shall be managed under the direction of the Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The initial Board of Directors shall consist of the following persons:

Shamima Hardcastle	Philip Hardcastle	Shamsuddin Ahmed
1007 N. Federal Hwy.	1007 N. Federal Hwy.	1007 N. Federal Hwy.
Suite 96	Suite 96	Suite 96
Ft. Lauderdale, FL 33304	Ft. Lauderdale, FL 33304	Ft. Lauderdale, FL 33304

The Board of Directors as constituted from time to time shall appoint or elect any and all additional or successor members of the Board, and shall determine the number of directors and the length of the term that any director shall serve. The initial members of the Board of Directors set forth above shall serve for so long as they shall choose, and shall not be subject to removal by the Board of Directors or any other person.

ARTICLE VI

The name of the initial Registered Agent and the street address of the initial Registered Agent are as follows:

Shamima Hardcastle
1007 North Federal Highway
Suite 96
Ft. Lauderdale, FL 33304

ARTICLE VII

The name and address of the Incorporator are:

Shamima Hardcastle
1007 North Federal Highway
Suite 96
Ft. Lauderdale, FL 33304

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TALLAHASSEE, FLORIDA

ARTICLE VIII

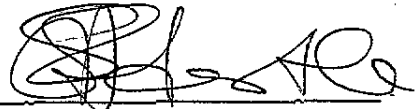
The corporation shall commence existence upon filing of the Articles of Incorporation and shall perpetual existence, subject to the laws of the State of Florida.

ARTICLE IX

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for one or more of the purposes of the corporation, which may include distribution to an organization or organizations existing and operated exclusively for one or more of such purposes. In the alternative, the assets of the corporation may be distributed to the federal government or any local or state government for a public purpose.

Any assets not disposed of as aforesaid shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for one or more of the purposes of the corporation, or to such organization or organizations as said court shall determine are existing and operated exclusively for such purposes.

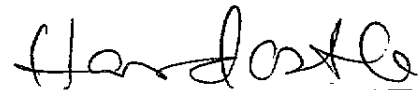
IN WITNESS WHEREOF, the Incorporator has affixed its hand and seal to these Articles of Incorporation this 25th day of November, 1997.



Shamima Hardcastle

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Having been named as Registered Agent for The Peacock Trust USA, Inc., I hereby accept my appointment as Registered Agent at the Registered Address set forth above. I hereby agree to serve in such capacity and to comply with the provisions of all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as Registered Agent this 25th day of November, 1997.



Shamima Hardcastle