



(305) 751-8934

August 23, 1999

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

FILED
99 AUG 27 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N 99000005343

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-08/27/99--01070--021
****113.75 *****78.75

Re: Articles of Incorporation & Articles of Dissolution

Dear Sir/Madam:

Enclosed please find an original and one copy of the following:

- Articles of Dissolution;
- Affidavit of non use
- Articles of Incorporation and Certificates Designating Place of Business; and
- check # 554 for the filing fees for the following:


No.	Company Name	CK/MO#	Amount
1.	DANCE AND BODY STUDIO, INC.	554	\$113.75
	TOTAL		\$113.75

Please file both the Articles and Certificate of Designation for the corporation and return a Certified copy of each document to the following:

Jeannette G. Andrews-Thompson, Esq.
Tools For Change
6015 NW 7th Ave.
Miami, Florida 33127

Thank you for your attention to this matter.

Sincerely,
TOOLS FOR CHANGE


Jeannette G. Andrews-Thompson, Esq.
Legal Department

Encls.

D. BROWN SEP - 8 1999

AFFIDAVIT OF NON-USE OF CORPORATE NAME

**STATE OF FLORIDA
COUNTY OF DADE**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, on this day personally appeared, MIDDALIA GARCIA, who after being duly sworn, deposes and says as follows:

1. That I am the president of DANCE AND BODY STUDIO, INC., a Florida For-Profit Corporation, hereinafter referred to as "the Corporation", that was incorporated on October 2, 1980.
2. That on August 20, 1999 the Board of Directors of the Corporation voted unanimously to dissolve the Corporation as a for profit corporation.
3. That the Board of Directors of the Corporation voted unanimously to release the name of the Corporation, and file a not for profit corporation under the same name.
4. That the Board of Directors of the Corporation do not intend to revoke the dissolution of the Corporation.

FURTHER AFFIANT SAYETH NOT.

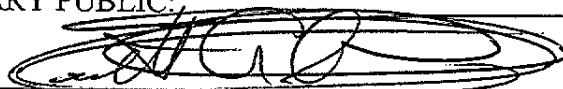
Middalia Garcia
MIDDALIA GARCIA

STATE OF FLORIDA
COUNTY OF DADE

The foregoing AFFIDAVIT OF NON-USE OF CORPORATE NAME was acknowledged before me this 23rd day of August, 1999 by MIDDALIA GARCIA, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced a Florida's Driver's License as identification.

NOTARY PUBLIC:

SIGN:



JEANNETTE G. ANDREWS-THOMPSON



Jeannette G Andrews-
Thompson
My Commission CC813889
Expires March 2, 2003

ARTICLES OF INCORPORATION
OF
DANCE AND BODY STUDIO, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: DANCE AND BODY STUDIO, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 10370 W Flagler Street, Miami, FL, 33174.

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 religious, 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 non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 11430 SW 34th Lane, Miami, FL, 33165; and MIDDALIA GARCIA, is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The 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. The initial Board of Directors shall consist of the following:

Magnolia Garcia
11430 SW 34th Lane
Miami, FL, 33165

Manuel Garcia
11430 SW 34th Lane
Miami, FL, 33165

Middalia Garcia
11430 SW 34th Lane
Miami, FL, 33165

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: INCORPORATOR

The incorporator of the Corporation is as follows:

MIDDALIA GARCIA
11430 SW 34th Lane
Miami, FL, 33165

IN WITNESS WHEREOF, I, MIDDALIA GARCIA, the undersigned incorporator
to these Articles of Incorporation, have affixed my signature thereto on 8-23, 1999.

Middalia Garcia
MIDDALIA GARCIA

STATE OF FLORIDA)


COUNTY OF DADE)

The foregoing instrument was sworn to before me this 23rd day of August, 1999, by
MIDDALIA GARCIA, who personally appeared before me at the time of notarization, and who is
personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC

SIGN: [Signature]

PRINT: Jeannette G. Andrews-Thompson
STATE OF FLORIDA AT LARGE

 Jeannette G Andrews-
Thompson
My Commission CC813889
Expires March 2, 2003

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 DANCE AND BODY STUDIO, 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 Miami-Dade, State of Florida, has named MIDDALIA GARCIA, at 11430 SW 34th Lane, in the City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within 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: Middalia Garcia
MIDDALIA GARCIA

DATED: Aug. 23, 1999

FILED
AUG 27 PM 12:30
CLERK OF STATE
TALLAHASSEE, FLORIDA