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STEVEN A ZIPPER, ESQ.
Trafalgar Plaza Building
5300 N.W. 33rd Avenue, Suite 203
Fort Lauderdale, Florida 33309-3328

STEVEN A. ZIPPER, ESQ.*
* Also Member CN, DC & NY Bars

FILED
99 OCT -8 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Ft. Lauderdale: (954) 735-4272
W. Palm Beach: (561) 712-8005
Facsimile: (954) 735-4268

N990000006558

October 4, 1999

Secretary of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200003009732--1
-10/08/99--01054--004
*****43.75 *****43.75

Re: Friends of Giselle's, Inc.
Not-For-Profit Corporation

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation, together with a check in the amount of \$43.75 made payable to the Dept. of State, for the "not-for-profit" corporation - Friends of Giselle's, Inc.

This represents the cost of the filing fees, certified copy of Articles of Incorporation and fee for registered agent designation for the above-referenced corporation.

Please send the certified copy of the Articles of Incorporation to the corporation's above-referenced address, and not to the corporation mailing address.

Thank you for your assistance in matter, and if you have any further questions, please feel free to contact me at your earliest convenience.

Very truly yours,



Steven A. Zipper, Esq.
Attorney for Friends of Giselle's, Inc.

Enclosure

cc: Martha Molter

200003009732--1
-11/05/99--01009--005
*****35.00 *****35.00

S. Thompson NOV 05 1999

LAW OFFICE OF
STEVEN A ZIPPER, P.A.
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W. Palm Beach: (561) 712-8005
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November 1, 1999

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

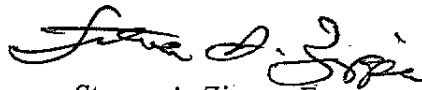
Re: Friends of Giselle's, Inc.
Not For Profit Corporation
Articles of Incorporation
Ref. #W99000023562

Dear Sir/Madam:

In response to your letter of October 13, 1999 (letter #099A00049386), enclosed please find the additional \$35.00 to complete the application filing fee for the filing of Friends of Giselle's, Inc. incorporation.

If you have any further questions, please feel free to contact me at your earliest convenience.

Very truly yours,



Steven A. Zipper, Esq.
Attorney for Friends of Giselle's Inc.

Enclosures

cc: Marta Molter



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 13, 1999

STEVEN A. ZIPPER, ESQ.
5300 N.W. 33RD AVE., STE. 203
FT. LAUDERDALE, FL 33309-3328

SUBJECT: FRIENDS OF GISELLE'S, INC.
Ref. Number: W99000023562

We have received your document for FRIENDS OF GISELLE'S, INC. and your check(s) totaling \$43.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$35.00.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

If you have any further questions concerning your document, please call (850) 487-6929.

Shannon Thompson
Document Specialist

Letter Number: 099A00049386

ARTICLES OF INCORPORATION
of
FRIENDS OF GISELLE'S, INC.
A Florida Nonprofit Corporation

FILED
99 OCT -8 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a not-for-profit corporation under the laws of Florida.

ARTICLE I - Name

The name of the corporation is: Friends of Giselle's, Inc.

ARTICLE II - Commencement and Duration

The corporation shall commence its corporate existence on the date a corporate charter is granted by the state of Florida. The duration of the corporation shall exist perpetually.

ARTICLE III - Purposes

The purposes of the corporation are as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to raise funds to support dancers, a dance company, the annual recital and to provide scholarships for needy dancers.

B. To exercise all rights and powers conferred by the laws of the state of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers; but the corporation shall be authorized and empowered to pay reasonable compensation to said people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE IV - Initial Registered Agent and Address

The name and street address of the initial registered agent for the corporation shall be: Martha Molter, located at 2825 Hancock Creek Road, West Palm Beach, Florida 33411.

ARTICLE V - Initial Board of Directors

The initial Board of Directors shall have three (3) members who shall hold office for the first year of corporate existence or until successors are elected or appointed and whose names and addresses are:

<u>Name</u>	<u>Address</u>
Martha P. Molter	2825 Hancock Creek Road West Palm Beach, Florida 33411
Zaida Rivera	11817 52nd Road North Royal Palm Beach, Florida 33411
Ellen Tharpe	258 Ponce De Leon Street Royal Palm Beach, Florida 33411

The manner in which the corporation's directors are elected or appointed are set forth in the By-Laws of the corporation. The number of directors may be raised or lowered by amendment of the By-Laws, but shall in no case be less than three (3).

ARTICLE VI - Officers

The officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer. Other officers may be provided for in the By-Laws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-Laws. The name and address of each initial officer of the corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Martha P. Molter	2825 Hancock Creek Road West Palm Beach, Florida 33411
Vice President	Zaida Rivera	11817 52nd Road North Royal Palm Beach, Florida 33411
Secretary	Debbie Hill	4337 State Drive West Palm Beach, Florida 33406
Treasurer	Ellen Tharpe	258 Ponce De Leon Street Royal Palm Beach, Florida 33411

ARTICLE VII - Incorporator

The name and address of the incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Ellen Tharpe	258 Ponce De Leon Street Royal Palm Beach, Florida 33411

ARTICLE VIII - Nonstock Basis

The corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the By-Laws.

ARTICLE IX - Corporate Address


The street address of the corporation's initial principal office is: 11328 Okeechobee, Suite 6, Royal Palm Beach, Florida 33411.

ARTICLE X - Amendments

These articles of incorporation may be amended by resolution adopted by the Board of Directors, or they may be amended in any other manner now or hereafter allowed by the laws of Florida.

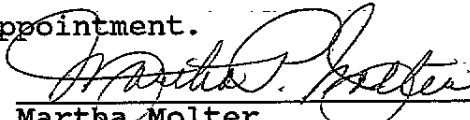
APPOINTMENT OF REGISTERED AGENT

The undersigned subscriber, Ellen Tharpe, to these Articles of Incorporation hereby appoints Martha Molter of Friends of Giselle's Inc, as registered agent.


Ellen Tharpe
Signature of Subscriber

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for the corporation, Friends of Giselle's, Inc. and understands the duties associated with such appointment.


Martha Molter
Signature of Registered Agent

IN WITNESS WHEREOF, the undersigned incorporator, Ellen Tharpe, has executed these Articles of Incorporation this 30 day of September, 1999.



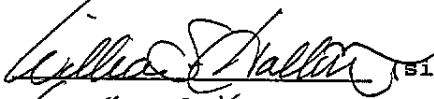
Ellen Tharpe
Signature of Incorporator

STATE OF FLORIDA

SS

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 30 day of September, 1999 by Ellen Tharpe, who produced a Florida drivers license as identification and who did/did not take an oath.



(signature of person taking acknowledgement)

William S. Holton

(name of person notarizing)

Notary-State of Florida

(title or rank)

(serial number, if any)



William S Holton
My Commission CC600796
Expires November 11, 2000