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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA NON-PROFIT CORPORATION

PREMIER CHARITY FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 9, 1999

EMPIRE

SUBJECT: PREMIER CHARITY FOUNDATION, INC.
REF: W99000025715

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
PREMIER CHARITY FOUNDATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby adopts these Articles of Incorporation under and pursuant to the laws of the State of Florida regarding corporations not for profit, Florida Statutes 617 and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

ARTICLE I

NAME

The name of this corporation is PREMIER CHARITY FOUNDATION, INC.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

INCORPORATION

The existence of the corporation shall commence as of the time of the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE IV

INITIAL BOARD OF DIRECTOR(S)

The manner in which the Directors are elected or appointed is accordance with be the Bylaws.

Prepared By: Neal S. Litman, P.A.
Grove Plaza - Second Floor
2900 S.W. 28th Terrace
Coconut Grove, Florida 33133

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ARTICLE IV

PURPOSES

The general purpose for which the corporation is initially organized is for a charity foundation to assist families in need, child care, child health, domestic violence, women in need, Christy House, Women's Cancer Association and other charitable causes and organizations.

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this corporation in the State of Florida is Grove Plaza - Second Floor, 2900 S.W. 28th Terrace, Coconut Grove, Florida 33133.

The name of the initial registered agent at such address is NEAL S. LITMAN, ESQ.

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator is:

NAME

Neal S. Litman

ADDRESS

2900 S.W. 28th Terrace, 2nd Fl.
Coconut Grove, Florida 33133

ARTICLE VII

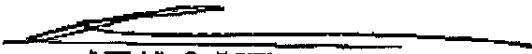
MAILING ADDRESS

The initial mailing address of the Corporation shall be:

9771 S. Dixie Highway
Miami, Florida 33156

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of November, 1999.

H99000028272


NEAL S. LITMAN
Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of Section 6/7.0501, Florida Statutes, the undersigned corporation organized under the laws of the State Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is:

PREMIER CHARITY FOUNDATION, INC.

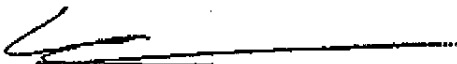
2. The name and address of the Registered Agent and Office is:

Neal S. Litman, Esq.
 Grove Plaza - Second Floor
 2900 S.W. 28th Terrace
 Coconut Grove, Florida 33133

Signature 

Date NOV 5, 1999

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


 Neal S. Litman

Date NOV 5, 1999

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