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TRANSMITTAL LETTER

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

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-11/24/99--01050--002
*****87.50 *****87.50

SUBJECT: Dreams And Visions, Inc.

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Daniele Issac
Name (Printed or typed)

20751 N.W. 37th Court
Address

Miami, Florida 33055
City, State & Zip

305-623-9450
Daytime Telephone number

99 DEC 27 PM 3:25
F-11-1000
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

Annette Howell GAVE
AUTHORIZATION BY PHONE TO

CORRECT ART I.

DATE 12-27-99

DOC. EXAM ST

S. Thompson DEC 27 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 3, 1999

DREAMS AND VISIONS, INC.
20751 N.W. 37TH CT.
MIAMI, FL 33055

We have received your document for DREAMS AND VISIONS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Shannon Thompson
Document Specialist

Letter Number: 699A00057095

Visions And Dreams, Inc.



20751 N.W. 37th Court ◆ Miami, Florida 33055 ◆ U.S.A.
Phone 305-623-9450

December 20, 1999

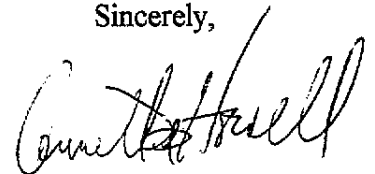
Division of Corporations
P.O. Box
Tallahassee, FL 32314

Dear Sirs/Madam

Please incorporate Visions And Dreams, Inc. The name was Dreams And Visions. We were informed by your office that the name was already incorporated. You have the fee of \$87.50 in your office.

If you have any questions please call me at 305-687-1697.

Sincerely,



Annette Howell

ARTICLES OF INCORPORATION OF

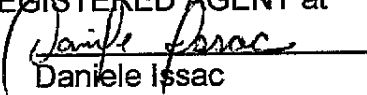
Visions and Dreams of Miami, Inc.

ONE: The name address of this principal corporation is Visions and Dreams of Miami, Inc., **20751 N.W. 37th Ct. Miami, Florida 33055 in Dade county**. The corporation is organized pursuant to the **Florida Nonprofit Corporation Code**.

TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of, but shall not be limited to: Child Care, Job Training, Job Placement, Land Acquisition Housing, Employment, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Tutoring, AIDS, Elderly Care and other programs to aid those in need.

THREE: The duration of this corporation shall be perpetual, no stock and shall have no members.

FOUR: The address of the Registered office is **20751 N.W. 37th Ct. Miami, Florida 33055** The REGISTERED AGENT at the office shall be:


Daniele Issac
20751 N.W. 37th Court
Miami, Florida 33055

FIVE:

(a) This corporation is organized and operated exclusively for Religious, Charitable and Education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry on (1) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code (2) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

(1)

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TALLAHASSEE FLORIDA

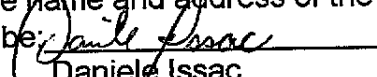
SIX: The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

NAME	ADDRESS
Daniele Issac President	20751 N.W. Court^{37th} Miami, FL 33055
Sharon Ware Secretary	11358 S.W. 167th Street Miami, FL 33157
Betty J. Wilburn Treasurer	2321 N.W. 179th Terrace Miami, FL 33056

SEVEN The property of this corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

EIGHT: On the dissolution or winding up of the corporation, its assets remaining after payment of, 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, Religious, Charitable and Education under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

NINE: Executed on **December 20, 1999**. The name and address of the incorporator of this corporation shall be:


Daniele Issac
20751 N.W. 37th Court
Miami, FL 33055

(2)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617,0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. The name of the corporation

Visions and Dreams of Miami, Inc.

(must include suffix)

2. The name and address of the registered agent and office is.

Daniele Issac

(Name)

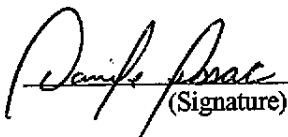
20751 N.W. 37th Court

(P.O. Box or Mail Drop Box NOT acceptable)

Miami, Florida 33055

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above states 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.


(Signature)

12-20-99
(Date)

99 DEC 27 PM 3:25
RECEIVED
TALLAHASSEE FLORIDA