

WILLIAMS & ASSOCIATES, P.A.

BRICKELL BAYVIEW CENTRE, SUITE 1830 80 S.W. EIGHTH STREET MIAMI, FLORIDA 33130 00 OCT 25 PM 1: 18

SE CRETARY OF STATE TALLAHASSEE, FLORIDA

TELEPHONE (305) 379-6676
FACSIMILE (305) 379-4541
E-MAIL wmslaw@winstarmail.com

THOMASINA H. WILLIAMS

October 21, 2000

VIA EXPRESS MAIL EM498305115US

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

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RE: <u>Curry Empowerment Group, Inc.</u>

Dear Clerk:

Enclosed for filing in connection with the formation of Curry Empowerment Group, Inc. please find the duly executed original Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office. Also enclosed is a check made payable to the Department of State in the amount of \$70.00, in payment of the filing fee and registered agent fee.

Additionally, extra copies of the Articles and Certificate are enclosed, as is a self-addressed, stamped envelope. Kindly file stamp the extra copies, and return them to us in the envelope provided.

Thank you for your assistance.

Sincerely,

Thomasina H. Williams

Enclosures

cc: Bishop Victory T. Curry

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DH 10/21/00

ARTICLES OF INCORPORATION OF CURRY EMPOWERMENT GROUP, INC.

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SECRETARY OF STATE

The undersigned incorporators, natural persons, competent to contract, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Curry Empowerment Group, Inc.

ARTICLE II INITIAL PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5335 N.W. 188th Street Miami, Florida 33055

ARTICLE III CAPITAL STOCK

The aggregate number of authorized shares is:

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock. Each outstanding share shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders, unless otherwise designated as "NONVOTING" by a resolution recorded in the corporation's minute book and a similar legend on the subject certificate(s). The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent is:

Thomasina H. Williams
Brickell BayView Centre, Suite 1830
80 S.W. Eighth Street
Miami, Florida 33130

ARTICLE V NAME AND ADDRESS OF THE INCORPORATOR

The name and address of the Incorporator is:

Thomasina H. Williams
Brickell BayView Centre, Suite 1830
80 S.W. Eighth Street
Miami, Florida 33130

ARTICLE VI INITIAL BOARD OF DIRECTORS

All corporate power shall be exercised by and under the authority of the Board of Directors. All business and affairs of the corporation shall be managed under the direction of the Board of Directors. Any and all additional powers and duties conferred or imposed upon the Board of Directors shall be by resolution of the shareholders. The number of Directors may be either increased or diminished from time to time, but shall never be less than one (1).

The name and address of the initial Directors are:

Julie Reid 5335 N.W. 188th Street Miami, Florida 33055

Hubert Curry 5335 N.W. 188th Street Miami, Florida 33055

Troy Reid 5335 N.W. 188th Street Miami, Florida 33055 Edward Curry 5335 N.W. 188th Street Miami, Florida 33055

Harold Allen 5335 N.W. 188th Street Miami, Florida 33055

Patricia Curry 5335 N.W. 188th Street Miami, Florida 33055

ARTICLE VII DURATION

The corporation is to commence its corporate existence on the date of filing by the Secretary of the State of Florida and will exist perpetually.

The corporation will not commence business until at least one hundred dollars (\$100.00) have been received by it as consideration for the issuance of shares. The delay in commencing business shall not continue more than ninety (90) days after the date of filing by the Secretary of the State of Florida.

ARTICLE VIII PURPOSE

The purpose of the corporation is:

The transaction of any and all lawful business for which corporations may be incorporated, including but not limited to those powers enumerated in Florida Statutes §607.0302 et seq., as amended, and the doing of all lawful things related thereto.

ARTICLE IX PREEMPTIVE RIGHTS

Provisions limiting or denying to shareholders the preemptive rights to acquire additional or treasury shares of the corporation are reserved.

ARTICLE X RESTRAINT ON TRANSFER OF SHARES

The Directors reserve the right to restrict and consent to all transfers of corporate stock to insure compliance with the requirements under 26 U.S.C. §1361 (Subchapter S of the Internal Revenue Code).

ARTICLE XI INDEMNIFICATION

The corporation may indemnify any present or former officer, incorporator, or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE XII AMENDMENT

The shareholders reserve the right to alter, amend, or repeal any provisions contained in these Articles of Incorporation, or to adopt new provisions. These Articles of Incorporation may be amended by a simple majority vote of the voting stock of the corporation that is present at any regular meeting of the shareholders called for that purpose. These Articles of Incorporation may be amended without a meeting as provided for in the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this _______, 2000.

THOMASINA H. WILLIAMS

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE 00 0CT 24 PM 1: 18

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501 PLORIDA THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING A REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Curry Empowerment Group, Inc.

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

> Thomasina H. Williams Brickell BayView Centre, Suite 1830 80 S.W. Eighth Street Miami, Florida 33130

Having been named as registered agent and to accept service of process for the above stated corporation at the place designed 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.

<u> Depler</u> 2000