

995000026272

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301; (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

No 51665

RE: Seraphim
Unlimited, Inc.

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
_____ Corp. Record Search		
_____ Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
_____ () Cert. Copy(s)		
_____ Art. of Amend. File		
_____ Dissolution/Withdrawal		
_____ C U S-		
_____ Fictitious Name File		
_____ Name Reservation		
_____ Annual Report/Reinstatement		
_____ Reg. Agent Service		
_____ Document Filing		
_____ Corporate Kit		
_____ Vehicle Search		
_____ Driving Record		
_____ Document Retrieval		
_____ UCC 1 or 3 File		
_____ UCC 11 Search		
_____ UCC 11 Retrieval		
_____ File No.'s, _____ Copies		
_____ Courier Service		
_____ Shipping/Handling		
_____ Phone ()		
_____ Top Priority		
_____ Express Mail Prep		
_____ FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY SKZ _____

WALK-IN Will Pick Up 4-3 2:00

FILED
APR -3 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SERAPHIM UNLIMITED, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

NAME: The name of this Corporation is:
SERAPHIM UNLIMITED, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by this Corporation is as follows:

1. The Corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
2. To provide a library that will be usable by those interested in the fields of psychic phenomena, esoteric sciences, and parapsychology.
3. To provide further educational facilities, either by materials or services, arrange study groups, seminars and classes as well as trips in keeping with the stated purposes of the corporation.
4. To provide and establish a speaker's bureau to the persons so interested in the stated objective of the corporation that will allow those who will speak on subject(s) related to the fields so stated in the corporation's objective and study, without charge or reimbursement of whatsoever kind or nature.
5. To publish a newsletter to keep those interested in the objectives of the corporation informed about the society's activities and development.
6. Schedule continuing lecture series featuring main personalities and authorities on subjects of interest related to the corporation's objectives and fields.
7. To buy, sell, build, lease, or control, any type real property, or personal property, of whatsoever kind and nature, necessary to effectuate the purposes of the corporation.

8. To manage, supervise, operate, control, lease, let, sublet, real or personal property of whatsoever kind and nature, necessary to effectuate the purposes of the corporation.
9. To buy, sell, lease, manufacture, or control any type personal property, in order to effectuate the purposes of the corporation.
10. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, and transfer or otherwise dispose of real or personal property of whatsoever kind and nature necessary to effectuate the purposes of the corporation.
11. To own checking accounts, to borrow money, and contract debts, when necessary to effectuate the purposes of the corporation, including the execution of mortgages, promissory notes, or any other obligation necessary to effectuate the purposes of the corporation, provided that any obligations incurred by the corporation shall be limited in scope in accordance with the Statutes of the State of Florida.
12. To have one or more offices, necessary to effectuate the purposes of the corporation within the State of Florida, and in foreign countries wherein the relief purposes of the corporation are carried out, without restriction as to the place of said offices, or the number of said offices.
13. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Corporation or to enhance the value of its properties.
14. And further, to borrow or raise money for any purposes of the Corporation, and to secure the same interest, or for other purposes, to mortgage all or part of the property, corporeal or incorporeal rights or franchise of this Corporation now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ONE HUNDRED (100) shares of common stock, having a par value of ONE and No/100 (\$1.00) DOLLAR per share.

ARTICLE IV

INITIAL CAPITAL. The amount of capital with which this Corporation will begin business is ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE V

COMMENCEMENT AND DURATION. This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation, pursuant to Section 607.167, Florida Statutes, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

INITIAL PRINCIPAL OFFICE. The street address of the initial Principal Office of this Corporation in the State of Florida shall be:

2101 South Ocean Drive
Suite 501
Hollywood, Florida 33019

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said Corporation may desire.

ARTICLE VII

BOARD OF DIRECTORS. This Corporation shall have one (1) Director initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

INITIAL OFFICERS: The names and addresses of the initial Officers and first Board of Directors to these Articles of Incorporation are as follows:

PATRICIA L. BELL	2101 South Ocean Drive
President, Secretary/Treasurer,	Suite 501
Director	Hollywood, Florida 33019

ARTICLE IX

INCORPORATOR. The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

CAPITAL CONNECTION, INC.
417 E. Virginia Street
Suite 1
Tallahassee, Florida 32301

ARTICLE X

AMENDMENT. These Articles of Incorporation may be amended in

the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

REGISTERED AGENT: That CAPITAL CONNECTION, INC., 417 E. Virginia Street, Suite 1, Tallahassee, Florida 32301, is hereby named as Registered Agent for this Corporation, to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for SERAPHIM UNLIMITED, INC. at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping said office open.

Barbara Neelley, pres
Registered Agent

I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a Corporation for profit to do business within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 3rd day of April, 1995.

Barbara Neelley, pres

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, appeared Barbara Neelley, who is personally known to me or has produced _____ as identification, and who subscribed to the foregoing Articles of

Incorporation, and who acknowledged before me that he/she did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this 3rd day of April, 1985.

Sharon R. Ziegler
NOTARY PUBLIC, State of Florida

Printed Name:



FILED
95 APR -3 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA