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April 29, 1997

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

Re: New World Zen Center, Inc.

Gentlemen:

Enclosed are the original and one copy of Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within Florida, Naming Agent Upon Whom Process May Be Served of New World Zen Center, Inc. Please mail file marked copies of the documents to me in the enclosed, self-addressed, stamped envelope.

Also enclosed is our firm's check in the amount of \$70.00 for the filing fee.

Very truly yours,

*Larry D. Sutton*

LARRY D. SUTTON

LDS:ly

Enc.

cc: Ms. Jennie W. Suhr

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TALLAHASSEE, FLORIDA  
STATE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF NEW WORLD ZEN CENTER, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is New World Zen Center, Inc.

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE  
PURPOSES**

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR  
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of Ten Dollars (\$10.00) per share.

ARTICLE FIVE  
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 13446 North Cleveland Avenue, Suite 401, North Fort Myers, FL 33903, and the name of its initial registered agent at such address is Jennie W. Suhr.

ARTICLE SIX  
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is six. The name and address of each person who is to serve as a member of the initial board of directors are:

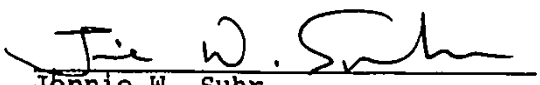
<u>NAME</u>	<u>ADDRESS</u>
Jennie W. Suhr	3407 S.E. 22nd Place Cape Coral, FL 33904
Incheol Choi	3407 S.E. 22nd Place Cape Coral, FL 33904

ARTICLE SEVEN  
INCORPORATORS

The name and address of each incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Jennie W. Suhr	3407 S.E. 22nd Place Cape Coral, FL 33904
Incheol Choi	3407 S.E. 22nd Place Cape Coral, FL 33904

29<sup>th</sup> Executed by the undersigned at Cape Coral, Florida, on the  
day of April, 1997.

  
Jennie W. Suhr

  
Incheol Choi

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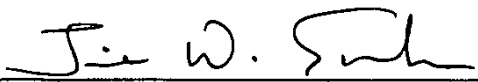
TO: The Department of State  
Tallahassee, Florida 32304

CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

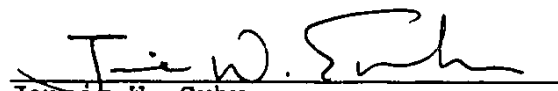
New World Zen Center, Inc., with its place of business at 13446 North Cleveland Avenue, Suite 401, North Fort Myers, Florida 33903, has named Jennie W. Suhr, 3407 S.E. 22nd Place, Cape Coral, Florida 33904, as its agent to accept service of process within Florida.

Dated the 29<sup>th</sup> day of April, 1997.

  
Jennie W. Suhr, President

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated the 29<sup>th</sup> day of April, 1997.

  
Jennie W. Suhr  
Registered Agent