

P97000060915

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Re: CHARISMATISTS, INC.

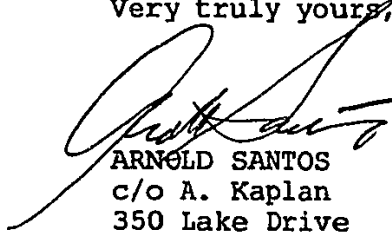
Gentlemen:

Enclosed please find original and one copy of proposed Articles of Incorporation for CHARISMATISTS, INC. along with our check in the amount of \$122.50 to cover the cost of filing same.

Once filed, please forward copy to the undersigned.

Thanking you in advance for your anticipated cooperation, I remain,

Very truly yours,


ARNOLD SANTOS
c/o A. Kaplan
350 Lake Drive
Coconut Creek, Fl. 33066

FILED
97 JUL 11 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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7/14/97

ARTICLES OF INCORPORATION
OF
CHARISMATISTS, INC.

FILED
97 JUL 11 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is: CHARISMATISTS, INC.

ARTICLE II

This corporation shall have perpetual existence, and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III

This corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that

which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial registered office of this corporation is 4400 N. Federal Hwy., #210/10, Boca Raton, Florida 33431 and the name of the initial registered agent of this corporation at that address is ARNOLD SANTOS.

ARTICLE VIII

This corporation shall have one director initially. The number of directors may increase from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ARNOLD SANTOS	4400 N. Federal Hwy. 210/10 Boca Raton, Fl. 33431

ARTICLE IX

The stock of this corporation shall be issued pursuant to a plan under section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958. The amount of capital which this corporation will begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE X

The name and address of the person signing these Articles

is:

NAME

ADDRESS

ARNOLD SANTOS

4400 N. Federal Hwy. 210/10
Boca Raton, Fl. 33431

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of July, 1997.


SUBSCRIBER-ARNOLD SANTOS

STATE OF FLORIDA :
COUNTY OF Broward :

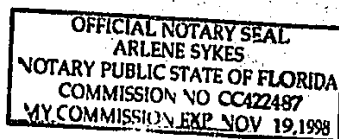
BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared ARNOLD SANTOS known personally to me and known by me to be the person who executed these Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of July, 1997.


NOTARY PUBLIC

ARLENE SYKES
PRINTED NAME

MY COMMISSION EXPIRES:




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Florida Statutes, the following is submitted
in compliance with said Act:

First: That **CHARISMATISTS, INC.** desiring to organize under
the laws of the State of Florida, with its principal office
located at 4400 N. Federal Highway, Suite 210/10, Boca
Raton, Florida 33431, as indicated in the Articles of
Incorporation, has named **ARNOLD SANTOS** located at
4400 N. Federal Highway, Suite 210/10, Boca Raton, Florida 33431
as registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been made to accept service of process for the
above stated corporation, at place designated in this
certificate, I hereby accept to act in this capacity, and
agree to comply with the provisions of said Act relative to
keeping open said office.


ARNOLD SANTOS

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA