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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: CAMILO CRUZ INSTITUTE FOR EXCELLENCE AND LEA
AUDIT NUMBER.....H97000019657
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

OF

CAMILO CRUZ INSTITUTE FOR EXCELLENCE AND LEADERSHIP, INC.

ARTICLE I - NAME

The name of the corporation is Camilo Cruz Institute for Excellence and Leadership, Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of organizing personal development, inspirational and motivational seminars, selling personal development, inspirational and motivational materials, and generally transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 10274 West Sample Road, Coral Springs, FL 33065 and the name of the initial registered agent of the Corporation at that address is Anthony Suarez.

THIS INSTRUMENT PREPARED BY:
LEONARDO F. BRITO P.A.
2600 SW 3rd Avenue, Suite 301
Miami, Florida, 33129-2304
Florida Bar # 0615730
(305) 362-0880

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ARTICLE V - INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is
10274 West Sample Road, Coral Springs, FL 33065.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have no less than 1 and no more than 10 directors initially.
The number of directors may be either increased or decreased from time to time as provided in the
Bylaws of the Corporation, but shall never be less than 1. The Corporation shall have 3 directors
initially, and their names and addresses are as follows:

Camilo Cruz	10386 NW 62 nd Drive, Parklane, FL 33076
Anthony Suarez	3908 Leafy Way, Coconut Grove, FL 33133
Daphna Bentata	3255 NE., 184 th St., Apt. 12403, Aventura, FL 33160

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:
Daphna Bentata, 3255 NE., 184th St., Apt 12403, Aventura, FL 33160.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 20th day of November, 1997.


Daphna Bentata
Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

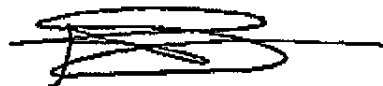
WITNESSETH:

That Camilo Cruz Institute for Excellence and Leadership, Inc., desiring to organize under the laws of the State of Florida, has named Anthony Suarez, located at 10274 West Sample Road, Coral Springs, FL 33065, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 607.0505, Florida Statutes.

Dated this 20th day of November, 1997.



Anthony Suarez
Registered Agent

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