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Florida Department of State
Division of Corporations
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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Phone : (305)541-3694
Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

creative entrepreneurs corporation

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 24, 1999

EMPIRE

SUBJECT: CREATIVE ENTREPRENEURS CORPORATION OF AMERICA
REF: W99000019565

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

CREATIVE ENTREPRENEURS CORPORATION OF AMERICA

ARTICLE ONE

Name

The name of this corporation shall be:

CREATIVE ENTREPRENEURS CORPORATION OF AMERICA

ARTICLE TWO

Nature of business

This corporation may engage in any activity or business permitted under the laws of the United States and the laws of the State of the Florida.

ARTICLE THREE

Term of Existence

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE FOUR

Number of Directors

This corporation shall at all times have at least one Director. The stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation at all times have a minimum of one Director.

ARTICLE FIVE

Amendment

These articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

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ARTICLE SIX
Capital Stock

This corporation shall have Ten million (10,000,000) shares of common stock, with par value of \$0.01, each share. All said stock shall be payable in property, labor, services, or as otherwise be accepted by the Board of Directors and just valuation shall by them be applied thereof.

ARTICLE SEVEN
Initial Office

The initial office address of this corporation in the State of Florida shall be:

2600 S.W. 3rd. Avenue
Suite 800-B
Miami, Florida 33129

The Board of Directors may from time to time move the principal Office to any other address within the State of Florida.

ARTICLE EIGHT
Initial Directors

The initial directors of this corporation shall be:

MARVIN B. SEIDMAN, Esq.
2600 S.W. 3rd. Avenue, Suite 800-B
Miami, Florida 33129

ARTICLE NINE
Subscribers

The name of each subscriber (s) to these Articles of is/are:

<u>NAME</u>	<u>ADDRESS</u>
MARVIN B. SEIDMAN	2600 S.W. 3 rd . Avenue Suite 800-B Miami, Florida 33129

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ARTICLE TEN
Resident Agent

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The name of the Resident Agent of this corporation for the purpose of service and for any other purpose for which a resident agent is required shall be:

NAME
MARVIN B. SEIDMAN

ADDRESS
2600 S.W. 3rd Ave.
800-B
Miami, Florida 33129

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at
County of Miami-Dade, State of Florida, on this 17 day of August, 1999


MARVIN B. SEIDMAN

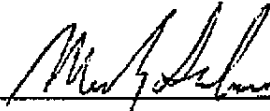
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

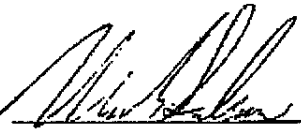
That **CREATIVE ENTREPRENEURS CORPORATION** of AMERICA
desiring
to organize or qualify under the laws of the State of Florida, with its principal place
of business at the City of Miami, State of Florida, has named, **MARVIN B. SEIDMAN**
State of Florida, as its agent to accept service of process in Florida.

Signature: 

Title: Registered Agent

Date: 8/17/99

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.

Signature: 
Date: 8/17/99

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