

Charter Number Only

VALIDATION ONLY

10/31/06 Bernita

Roger Morris & Ziegler

1401 E Beoward Blvd #300

Ft. Lauderdale, FL 33301

CORPORATION(S) NAME

Living Water Life Counseling, Inc.

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy of *Articles*
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out
- Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
LIVING WATER LIFE COUNSELING, INC.
(A Florida Nonprofit Corporation)

FILED
06 NOV -1 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME

The name of this corporation shall be **LIVING WATER LIFE COUNSELING, INC.**

ARTICLE 2. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

ARTICLE 3. PURPOSE

This corporation is being formed for the purpose of charitable engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America. This corporation will engage in religious, charitable, and/or educational purposes, and will not engage in nonexempt purposes.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the

corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code 1954 or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE 4. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in the applicable sections of the Internal Revenue Code.

ARTICLE 5. MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the

proceedings of the Board of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting, and that these Articles of Incorporation authorize the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE 6. BOARD OF DIRECTORS

The Board of Directors shall be elected as provided for in the Bylaws of the corporation

ARTICLE 7. OFFICERS

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the initial officers, shall hold office until the election of officers at the first annual Board of Directors' meeting, or until their successors are elected and qualified.

The names of the initial officers are:

<u>Office</u>	<u>Name</u>
President	NORM R. WISE
Vice President	STEVE DOAN
Secretary	JIM ROBINSON
Treasurer	JIM ROBINSON

ARTICLE 8. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE 9. PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be located at 12700 West Broward Boulevard, Plantation, Florida 33325-2308.

ARTICLE 10. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 12700 West Broward Boulevard, Plantation, Florida 33325-2308.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: NORM R. WISE

ARTICLE 11. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

NORM R. WISE
12700 West Broward Boulevard
Plantation, Florida 33325-2308

ARTICLE 12. BYLAWS

The Bylaws of the corporation shall be made by the Board of Directors and may be amended, altered or rescinded by a majority vote of the Board of Directors present at any regular or special meeting called for that purpose.

ARTICLE 13. SPECIAL PROVISIONS

A. In the event of dissolution, the residual assets of the corporation will be turned over to First Presbyterian Church of Plantation, Inc., if in existence, or, if not in existence, then to one or

more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local government for exclusive public purpose.

B. This corporation will not, as a substantial part of its activities, attempt to influence legislation.

C. This corporation will not participate to any extent in a political campaign for or against any candidate for public office.

D. This corporation will distribute its income for each tax year at such time and in such manner as not to subject income to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

E. This corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

F. This corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

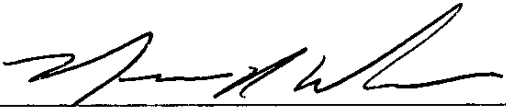
G. This corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

H. This corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE 14. AMENDMENTS

Amendments to the Articles of Incorporation shall be adopted by a majority vote of the Board of Directors currently in office at any regular or special meeting called for that purpose.

This corporation's incorporator, for the purpose of forming this nonprofit corporation under the laws of Florida, have executed these Articles of Incorporation, on the dates indicated next to his signature.



NORM R. WISE - Incorporator

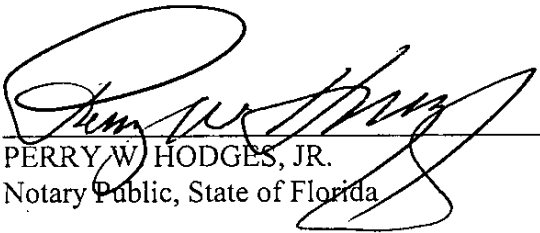
10-20-06

Date

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

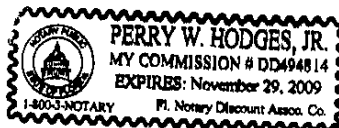
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, NORM R. WISE, known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 20th day of October, 2006.



PERRY W. HODGES, JR.
Notary Public, State of Florida

My Commission Expires:



REGISTERED AGENT CERTIFICATE

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

In pursuance of **Chapter 48.091 and 617.0501, Florida Statutes**, the following is submitted in compliance with said statutes:

That LIVING WATER LIFE COUNSELING, INC. having been organized under the laws of the State of Florida Not For Profit Corporation Act, with its principle office, as indicated in the Articles of Incorporation at 12700 West Broward Boulevard, Plantation, Florida 33325-2308 has named NORM R. WISE its Registered Agent; and 12700 West Broward Boulevard, Plantation, Florida 33325-2308 as the place where service of process may be served 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 acknowledge that I am familiar with, and accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



NORM R. WISE, Registered Agent

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06 NOV - 1 PM 2: 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA