Law Offices D. Justin Niles, P.A. FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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June 21, 1999

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VIA FEDERAL EXPRESS

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: Filing Articles of Incorporation of Police Chaplains of the Unite State of America,

Inc.

Ladies and Gentleman:

Enclosed please find the above referenced document for filing with the Division of Corporations, along with our firm's check #6956 in the amount of \$122.50 for same. Please return a copy of the filed Articles to our offices. If you have any questions or comments regarding this document, please feel free to call our toll free number (800) 811-4924.

Ver∯truly yours,

Gail Tomlin

Secretary for D. Justin Niles

Enclosure gft

ARTICLES OF INCORPORATION OF POLICE CHAPLAINS of the UNITED STATES OF AMERICA, INC.

ARTICLE I. CORPORATE NAME

The name of this Corporation shall be:

POLICE CHAPLAINS of the UNITED STATES OF AMERICA, INC.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office and the mailing address of the Corporation shall be:

2467 Muir Circle Wellington, Florida 33414

ARTICLE III. NATURE OF CORPORATE BUSINESS

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

ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.



ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the 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 at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code and that the Corporation will file as an S-Corporation.

ARTICLE VIII. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

	The Corporation's Initial Registered Agent and Registered Office in the State of Florida shall
be:	

Name Address

Joseph Capasso 2467 Muir Circle, Wellington, Florida 33414

ARTICLE IX. BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Directors at any time.

ARTICLE X. INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

Name Address

Joseph Capasso 2467 Muir Circle, Wellington, Florida 33414

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE XI. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed.

Name
Address

Joseph Capasso
2467 Muir Circle, Wellington, Florida 33414

President, Secretary and Treasurer

ARTICLE XII. INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<u>Incorporator</u> <u>Address</u>

Joseph Capasso 2467 Muir Circle, Wellington, Florida 33414

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

(SEAL

Joseph Capasso

State of Florida County of Palm Beach

Before me this 3151 day of May, 1999 personally appeared Joseph Capasso, who is [x] is personally known to me, or who [] has produced his drivers license as identification, who is the person described as the Incorporator in the foregoing Articles of Incorporation and who acknowledged before me that he executed said Articles of Incorporation.

CATHERMÉ GREEN

Notary Public - State of Fiolda

My Commission Expires Dev 14, 1999

Commission # OC 518210

Notary Public

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

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