

NO00000001469

Anthony Dieguez, P. A.

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March 1, 2000

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399
Attention: Kim Rolfe

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*****78.75 *****78.75

RE: MERCY MINISTRIES, INC.

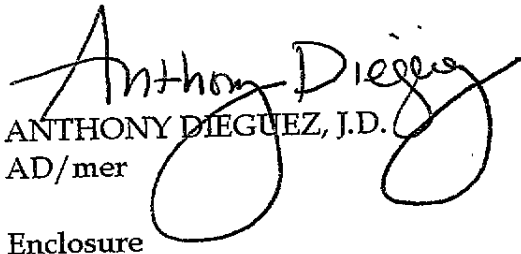
Dear Mrs. Rolfe:

Enclosed please find the Articles of Incorporation for MERCY MINISTRIES, INC., a not for profit corporation to be filed with your office.

Enclosed also please find a check in the amount of \$78.75 representing the filing fee, registered agent designation, and a certified copy.

Once filed, please send the certified copy of the Articles of Incorporation to our office.

Yours cordially,


ANTHONY DIEGUEZ, J.D.
AD/mer
Enclosure

FILED
00 MAR -7 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

X. Rolfe MAR 07 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MERCY MINISTRIES, INC.

The undersigned, for the purposes of forming a not for profit corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I

Name:

The name of the corporation shall be: MERCY MINISTRIES, INC., which corporation shall hereinafter be referred to as the "Corporation".

ARTICLE II

Principal Office and Mailing Address:

The principal office and mailing address of the corporation shall be, 2432 West 72 Street, Hialeah, FL 33016.

ARTICLE III

Purpose

The object and purpose of the corporation shall be exclusively for the establishment of the Gospel of Jesus Christ including but not limited to assisting retreat homes, rest homes, halfway houses, rehabilitation homes, bible book stores, to establish and operate television and radio stations with religious or charitable content or purpose, and a publishing company of religious material.

The purposes for which the corporation, is organized are exclusively religious charitable, and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

Manner of Election of Directors

1. The affairs of the corporation shall be managed by a Board consisting of a number of directors which shall be determined by the By-Laws of the Corporation, but shall not be less than three (3) in number.

2. The Directors of the corporation shall be elected any meeting of the members of in a manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in a manner provided by the By-Laws.

3. The Directors herein named shall serve until the first election of the Directors of the corporation members, and any vacancies in the number occurring before the first election shall be filled by majority vote of the remaining Directors.

4. The names and address of the members of the first Board of Directors and officers who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Names

Pablo Miret - President, Director

Reina Miret - Vice-President, Director

Danilo R. Maqueira - Secretary, Director

Andres Fernandez - Treasurer, Director

ARTICLE V

Limitation of Corporate Powers:

The corporation shall have the following powers:

1. The corporation shall have all of the common law statutory powers of a corporation not-for-profit under the laws of Florida and all other powers and duties reasonably necessary to implement and effectuate the purposes of the corporation, as herein above set forth, including, but not limited to, the following:

(a) To take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value.

(b) To sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner, as in the judgment of the directors, will best promote the purposes of the corporations without limitations, except such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the By-Laws of the corporation, or any laws applicable thereto.

(c) To do any other act or thing incidental to or

connected with the above purposes or advancement thereof, but not for the pecuniary profit for financial gain of its directors, officers except as permitted under the Not-For-Profit Corporation Law.

2. No part of the net earnings of the Corporation shall inure to the benefit of the corporation, or to the benefit of any member, trustee, or officer of said corporation, or any private individual, and no member, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Foundation.

3. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax laws.

4. The corporation shall 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.

5. The corporation shall not retain any excess business holdings as defined in Section 4943 (C) of the Internal Revenue Code of 1954, or corresponding of any subsequent Federal Tax laws.

6. The corporation shall 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.

7. Notwithstanding any of the provisions of the Certificate, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (C)(3) of the Internal Revenue Code and its regulations as they not exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (C) (2) of such code and regulations as they not exist or as they may hereafter be amended.

8. All other powers of the corporation shall be subject to and shall be exercised in accordance with the By-Laws.

ARTICLE VI

Dissolution and Distribution

Dissolution shall be as authorized by law.

2. Upon the dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious and educational organizations which will then qualify under the provisions of Section 501 (C) (3) of the Internal Revenue Code and its regulations as they now exist

or as they may hereafter be amended.

ARTICLE VII
AMENDMENTS

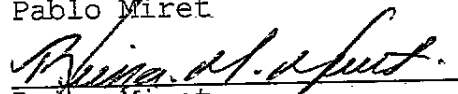
Amendments to the Articles of Incorporation shall be approved by the Board of Directors.

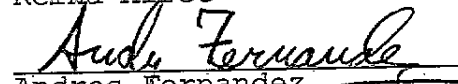
ARTICLE VIII
REGISTERED AGENT

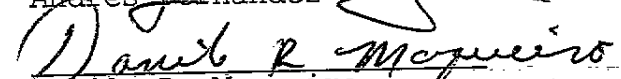
The initial registered agent and registered office shall be Pablo Miret, 2432 West 72 Street, Hialeah, FL 33016.

IN WITNESS WHEREOF, I subscribed my name, this 3rd day of March, 2000.


Pablo Miret


Reina Miret


Andres Fernandez


Danilo R. Maqueira

STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

On this 3rd day of March, 2000, before me the undersigned officer, personally appeared, Pablo Miret, Reina Miret, Danilo R. Maqueira, and Andres Fernandez, to me to be the persons whose names are subscribed to in the within statement, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

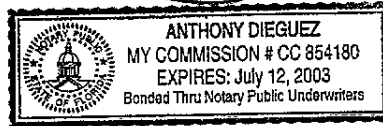
Personally known ✓

Provided Driver's License

as form of I.D. _____

Anthony Diegue
Notary Public, State of Florida

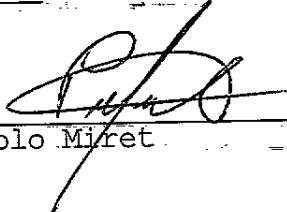
MY COMMISSION EXPIRES:



ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designation in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

Dated this 3rd day of March, 2000.


Pablo Miret

FILED

00 MAR -7 PM 12:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA