

July 17, 2000

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Department of State
Division of Corporations
PO.Box 6327
Tallahassee, Fl. 32314

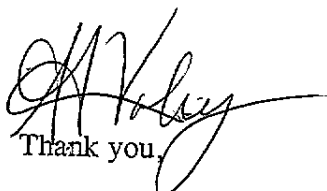
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*****87.50 *****87.50

Subject: META FREEDOM COUNSELING CENTER INC.

Enclosed is an original and one (2) copy of the articles of incorporations and a check for \$ 87.50 for filing fee, certified copy and certificate of status.

Also enclosed is an express return envelope.

From Sandra F. Volcy 209 NE 95 Street suite 1 Miami Florida, 33138 and telephone number (305) 754-6465.


Thank you.

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DIVISION OF CORPORATIONS
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CP 7/21/00

Articles of Incorporation
Of
META
FREEDOM COUNSELING CENTER INC.

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DIVISION OF CORPORATIONS

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The undersigned, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapters 607 and 617, Florida Statutes and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

Article 1 - Name

The name of the corporation is META FREEDOM COUNSELING CENTER INC 209 NE 95 Street suite 1
MIAMI FLORIDA 33138.

Article - Corporate Purpose

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

Notwithstanding any other Provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempted from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code or shall be distributed to the Federal, State or local government for a public purpose any such assets not so disposed of by competent jurisdiction of the county of which the principal office of the organization is then located, exclusively for such purpose.

Article III - Membership

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval provided in the bylaws of the corporation.

Section 2: Application for Membership. Any applicant meeting the qualification set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues to the Board of Directors.

Section 3: Termination of Membership: Membership may be terminated by expulsion for a malfeasance and or misfeasance by resignation with thirty days prior written notice to the Board of Directors.

Article 1V - Duration

The Corporation shall have perpetual existence.

Article V - Management

Section 1: A Board of Directors shall manage the affairs of the Corporation. The Board of Directors shall consist of not less than 5 and more than 7 persons. Directors shall be elected or removed in accordance with the procedure provided in the By-laws.

Section 2: The officers of the corporation shall be a president, one or more Vice - Presidents, a Treasurer, an Assistant Treasurer, a Secretary, and an Assistant Secretary. These officers shall be nominated and shall hold office in the manner provided in the Bylaws of the Corporation.

Article VI - Initial Officers And Directors

The names and street addresses of the Officers and Directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

NAME	TITLE	STREET ADDRESS
EVENETTE AGAMA	PRESIDENT	20235 N.W 6 AVE MIAMI FL.33169
MARIE THOMPSON	VICE-PRESIDENT	1273 NE 92 ST. MIAMI FL.33138
GABRIELLE ALEXIS	TREASURER	4715 NW 58 AVE CORAL SPRINGS FL.33067
SANDRA F. VOLCY	SECERTARY	17300 NE 11 CT. MIAMI FL.33162
PAHOUNITOM AGAMA	ASST-TREASURER	20235 NW 6 AVE. MIAMI FL.33169
RUBEN T. THOMPSON	ASST-SECERTARY	1273 NE 92 ST. MIAMI FL.33138
EBERNST ALEXANDRE	II-VICE-PESIDENT	4715 NW 58AVE CORAL SPRINGS FL.33067

Article VII- Bylaws And Amendments To The Articles Of Incorporation

The Bylaws of the Corporation shall be made, altered or rescinded by a majority vote of the voting members present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two - thirds vote of the members of the Board of Directors present or voting by a proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change of the Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting at which such Articles of Incorporation change is to be voted upon followed by the compliance with the Florida Statutes regarding amendments to the articles of incorporation of non-profit corporation.

Article VIII - General

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purpose selected by the Board of Directors.
This Corporation shall have no capital and shall pay no dividends to its Incorporates, Directors, and Officers, or Incorporates; provided that the Corporation may pay compensation in a reasonable amount to its Members, Directors, and Officers for services rendered and may confer benefits upon its Members in conformity with its purposes.

Article IX - Subscribers

The names and street addresses of the Subscribers to this Corporation are as follows:

NAMES	TITLE	STREET ADDRESSES
EVENETTE AGAMA	PRESIDENT	20235 N.W 6 AVE MIAMI FL.33169
MARIE THOMPSON	VICE-PRESIDENT	1273 NE 92 ST. MIAMI FL.33138
GABRIELLE ALEXIS	TREASURER	4715 NW 58 AVE CORAL SPRINGS FL. 33067
SANDRA F. VOLCY	SECERTARY	17300 NE 11 CT. MIAMI FL.33162
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EBERNST ALEXANDRE	II-VICE-PRESIDENT	4715 NW 58 AVE CORAL SPRINGS FL. 33067

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The above- named Incorporation's, desiring to organize this corporation under the laws of the state of Florida, hereby designated the corporation's Registered Office to be Located 209 NE. 95 STREET MIAMI FL.33138 hereby designated and appoint GABREILLE ALEXIS as the registered Agent of the Corporation, to accept service of process within this state, to serve in such capacity until his successor is selected and designated.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer, Director or employee of the corporation, or any former officer, Director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE X II- PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, Directors or Members of the Corporation, or to any other individual, except in furtherance of its charitable purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office.
4. Conduct any activities not permitted to be carried on by organizations exempt under section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or by any organization, contributions to which are deductible under section 170 (c) (2) of such code and regulations as they now exist or as they may hereafter be amended.

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ARTICLE XIII- DEDICATION OF ASSETS

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The corporation dedicates all assets, which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the corporation shall dissolve or otherwise terminated its Corporate existence, subject to the provisions of chapters 607 and 617, Florida Statutes, the corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in sections 601(c) (3) and 170(c) (2) of the internal revenue code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 17 day of July 2000.


EVENETTE AGAMA, PRESIDENT


MARIE ESTIME-THOMPSON VICE-PRESIDENT


GABRIELLE ALEXIS TREASURER /REGISTERED AGENT

STATE OF FLORIDA

: SS

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Evenette Agama and Marie Estime-Thompson to me well known and known to be the persons described in and who executed the foregoing instrument, and they acknowledge before me that they executed said instrument.

Witness my hand and official seal in the aforesaid county and state, this

17 day July, 2000



SANDRA F. BROWN
COMMISSION # CC 637024
EXPIRES APR 9, 2001

NOTARY PUBLIC
STATE OF FLORIDA