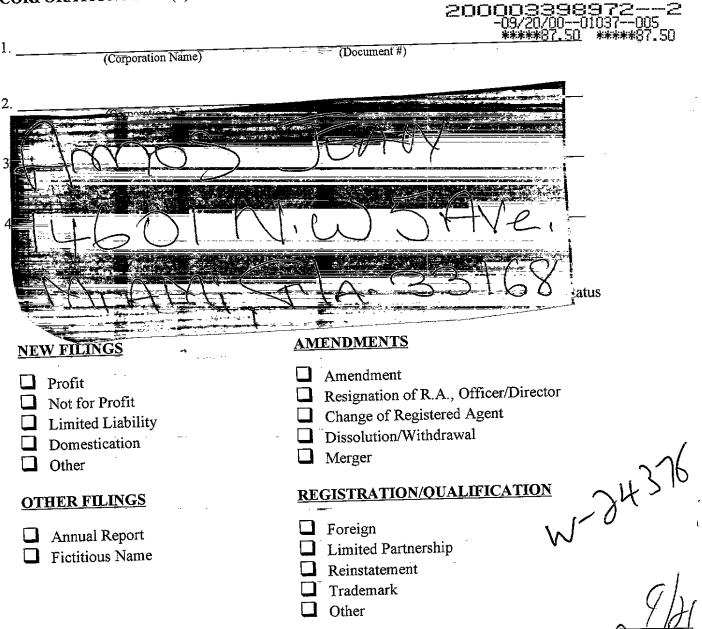
0006 47 Requester's Name Address Phone # City/State/Zip Office Use Only ST CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):



Examiner's Initials

CR2E031(7/97)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 9, 2000

AMOS JEAN 14601 N.W. 5 AVE. MIAMI, FL 33168

SUBJECT: PHILADELPHIA MINISTRY AND COMMUNITY DEVELOPMENT

INTERNATIONAL, INC.

Ref. Number: W00000024376

We have received your document for PHILADELPHIA MINISTRY AND COMMUNITY DEVELOPMENT INTERNATIONAL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum Document Specialist

Letter Number: 400A00053174

ARTICLES OF INCORPORATION OF

PHILADELPHIA MINISTRY AND COMMUNITY DEVELOPMENT INTERNATIONAL, INC

The undersigned in accordance with the provisions of Chapter 7617, Florida Statutes, hereby make, subscribe and acknowledge these Articles of Incorporation.

ARTICLE ONE - NAME

The name of the corporation shall be PHILADELPHIA MINISTRY AND COMMUNITY DEVELOPMENT INTERNATIONAL, INC..

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of Business shall be: 1000 N.W. 111 Street Miami, Florida 33168.

ARTICLE THREE - PURPOSES

The purpose for which the corporation is organized as a non-profit corporation is in accordance with the provisions of Chapter 617, under the Florida Not for Profit Corporation Act, is to operate an organization which will assist the people of the community by restoring the whole person by education (in parenting class, domestic violence prevention, computer skills, general healthcare and HIV/AIDS outreach, housing, job placement, care for the homeless, Elderly care, immigration assistance, pastoral care and counseling in order to build a better community.

ARTICLE FOUR - MANNER OF ELECTION OF DIRECTORS

The members of PHILADELPHIA MINISTRY AND COMMUNITY DEVELOPMENT INTERNATIONAL, INC. will be entitled to one vote each every two years for the purpose of electing the Board of Directors of the company. The Board of Directors shall consist of not less than three not more than seven directors. Directors shall be selected from the members of the corporation.

ARTICLE FIVE - EXISTENCE

The term for which the corporation is to exist is perpetual unless the corporation is terminated pursuant to the terms of the by-laws or any applicable provision of the Florida Statutes.

ARTICLE SIX - INCORPORATORS

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

Pastor Amos Jean 14601 N.W. 5th Avenue Miami, Florida 33168

ARTICLE SEVEN - HANDLING OF AFFAIRS

The affairs of the corporation are to be managed by a President, a 1st Vice-President, a 2nd Vice-President, a Secretary, a Treasurer and such other officers as the By-Laws of the corporation may provide for from time-to-time. All officers shall be elected at the first meeting of the Board of Directors following the annual meeting of the corporation and shall hold office until the next succeeding election of officers or until their successor are elected and qualify.

ARTICLE EIGHT - INITIAL OFFICERS

The names of the Officers who are to serve until the first election or appointment under the Articles of Incorporation and By-Laws are:

Pastor Amos Jean
Pastor Harold Vieux
Mrs. Immacula Vieux
Ms. Bernide Joseph
Ms. Fleurette Flerimond
President
1st Vice-President
2nd Vice President
Secretary
Treasurer

The foregoing shall hold office until the first meeting of the elected Board of Directors in 2001. Commencing with the first meeting of the elected Board of Directors in 2001, or earlier, such officers will be elected every two years to hold office until the next bi-annual meeting of the Board of Directors or until their successor are elected and qualify. In the event of a vacancy in any office prior to the first meeting of the Board of Directors, such vacancy shall be filled by a majority of the Board of Directors present at a regular called meeting, even though less than a quorum of the Board of Directors.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniary or otherwise interested in or are directors or officers of such corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the board of directors or such members thereof as shall be present of any meeting of the board at which action upon any such contract or transaction shall be taken; and any director of the corporation is so interested may be counted in determining the existence of a quorum at any meeting of the board of directors of the corporation which shall authorize any such contract or transaction, any may vote there to authorize any such

contract or transaction with like force and effect as if he/she were not such director or officer of such other corporation or not so interested.

ARTICLE NINE - INITIAL MEMBERSHIP

The initial members of the corporation shall be the persons listed herein as the initial officers of the corporation and such other persons who may thereafter apply for membership and whose application is approved by a majority of the members the existing.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation (at the mailing address of the Incorporator) in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida statutes, relative to keeping open said place for service of process.

The registered agent for this corporation is Amos Jean located at the corp address.

Signature of Incorporator and Registered Agent

STATE OF FLORIDA COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, this day personally appeared Pastor Amos Jean, who after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purpose expressed herein.

WITNESS my hand and official seal this // day of September, 2000.

FRANTZ MAGLOIRE
Notary Public - State of Florida
My Commission Expires May 7, 2001
Commission # CC644648

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