ANTHONY M. NARDELLA, JR.

OF COUNSEL:
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February 15, 2002

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Secretary of State Corporate Records Bureau Divisions of Corporations Post Office Box 6327 Tallahassee, FL 32301

RE: DECIDE CHRISTIAN COUNSELING CENTER, INC.

### Gentlemen:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-referenced corporation along with our check no. 5011 made payable to the Secretary of State in \$70.00 in order to defray your filing fee.

Please return the file stamped copy of the Articles of Incorporation to the undersigned at your efficient convenience.

If you should have any questions, please feel free to contact the undersigned.

Very sincerely yours,

Anthopy M. Nardeila, Jr.

AMN/bjw Enclosure

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## ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE FLORIDA

OF

# DECIDE CHRISTIAN COUNSELING CENTER, INC.

In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not-for-profit corporation.

### ARTICLE I

The name of the corporation ("corporation") is DECIDE CHRISTIAN COUNSELING CENTER, INC.

#### ARTICLE II

The existence of the corporation shall begin immediately upon filing with the Florida Department of State.

## ARTICLE III

The corporation is committed to provide quality social services to individuals, family and/or other community agencies to aid them in the quest of becoming healthy and productive individuals. The corporation shall operate exclusively for such religious, charitable and educational purposes as qualify it as a nonprofit, tax-exempt organization under federal and state law.

### ARTICLE IV

The street address of the principal office of the corporation is 4151 W. Oakridge Road, Orlando, Florida 32839.

## ARTICLE V

The initial street address of the corporation's registered office is 1110 Douglas Avenue, Suite 1002, Altamonte Springs, Florida 32714. The initial registered agent for the corporation at that address is Anthony M. Nardella, Jr., Esquire.

## ARTICLE VI

The initial board of directors shall consist of seven (7) members. The method of election of directors shall be as stated in the bylaws. The number of directors may be either increased or diminished from time to time as provided in the bylaws provided that at no time shall the number of directors ever be less than three (3).

The name and address of the persons who will serve on the initial board of directors are:

Name	Address

Rev. Saturnino Gonzalez	2770 Muscatello Court, Orlando, Florida 32837
Nelson Olivo	1413 Mimi Court, Kissimmee, Florida 34744
Rev. Frederic Velez	14328 Rainsong Drive, Orlando, Florida 32824
Laura Olivo	1413 MiMi Court, Kissimmee, Florida 34744
Ines T. Vilar	12235 Delaware Lane, Orlando, Florida 32824
Iris Ramirez	3230 Rustic Drive, Kissimmee, Florida 34744
Evaristo Olivo	3230 Rustic Drive, Kissimmee, Florida 34744

#### ARTICLE VII

The name and street address of the persons signing these articles of incorporation is:

Name	Address
Laura E. Olivo	1413 MiMi Court, Kissimmee, Florida 34744
Ines T. Vilar	12235 Delaware Lane, Orlando, Florida 32824
Iris Ramirez	3230 Rustic Drive, Kissimmee, Florida 34744

### ARTICLE VIII

The only member of the corporation shall be Iglesia El Calvario Assembly of God of Orlando, Florida, Inc.

#### ARTICLE IX

Notwithstanding the provisions of Article III hereinabove, nothing herein shall be construed to permit the corporation to engage in any activity which would be inconsistent with its classification as an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. As such, the corporation shall not allow any expenditure of any part of the net earnings of the corporation to inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), nor shall any member, director, or officer of the corporation, or any private individual, be entitled to share in a distribution of the corporation's assets on dissolution of the corporation nor shall a substantial part of the activities of the corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office. Provided, further, that if at any time the corporation is deemed to be a Private Foundation as defined by Section 509 of the Internal Revenue Code of 1986 as amended from time to time, then for so long as the corporation is deemed a Private Foundation, the following provisions shall also be applicable:

1. 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 the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

- 2. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- 3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- 4. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

## ARTICLE X

The corporation shall have all the powers, rights, and privileges of a corporation not for profit under Florida law.

#### ARTICLE XI

To regulate the provisions of these articles of incorporation, the board of directors of the corporation shall adopt bylaws.

### ARTICLE XII

These articles of incorporation may be amended by Iglesia El Calvario Assembly of God of Orlando, Florida, Inc., providing any amendment is prepared and announced as regulated by the bylaws.

#### ARTICLE XIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

#### ARTICLE XIV

Upon the liquidation, dissolution or the winding up of the affairs of the corporation, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which are then qualified under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3/ day of October, 2001.

Name: Laura E. Olivo

Name: Ines T. Vilar

Name: Iris Ramirez

## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for DECIDE CHRISTIAN COUNSELING CENTER, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501(3).

Name: Anthony M. Nardella, Jr.

Date: October <u>3/</u>, 2001.

SECRETARY OF STATE