

ANDREW M. SCHWARTZ, P.A.

Attorneys at Law

Suite 308
1701 West Hillsboro Boulevard
Deerfield Beach, Florida 33442

Andrew M. Schwartz, Esquire
Robert M. Hollander, Esquire
Mark A. Greenberg, Esquire * of Counsel

Telephone: (954) 574-0770
Facsimile: (954) 574-0702
E-Mail: Amslaw1701@Aol.Com

No 2000002987
April 17, 2002

Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399
(850) 488-9000

100005193111-0
04/04/02-01072-004
*****78.75 *****78.75

Re: Incorporation of Higher Ground Foundation, Inc.
Articles of Incorporation

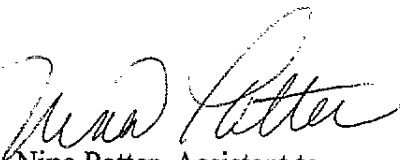
Dear Secretary of State:

This letter will confirm receipt of your letter dated April 10, 2002 with respect to the above referenced matter.

Please find enclosed the revised *Articles of Incorporation* for Higher Ground Foundation, Inc., along with one copy of the same.

Please file the articles of incorporation and return to my attention a copy of the filed document. I have enclosed a return pre-addressed stamped envelope for this purpose. If you have any questions, please feel free to contact me directly.

Very truly yours,



Nina Potter, Assistant to
Andrew M. Schwartz, Esquire
/nmp
cc: client
enclosure

1701 Hillsboro Boulevard

FILED
02 APR 22 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002-10138



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 10, 2002

NINA POTTER
ANDREW M. SCHWARTZ, ESQ.
1701 W. HILLSBORO BLVD., STE. 308
DEERFIELD BEACH, FL 33442

SUBJECT: HIGHER GROUND FOUNDATION, INC.
Ref. Number: W02000010128

We have received your document for HIGHER GROUND FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 002A00021307

**ARTICLES OF INCORPORATION
OF
HIGHER GROUND FOUNDATION, INC.**

FILED
02 APR 22 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this not-for-profit corporation is Higher Ground Foundation, Inc. and its principal place of business shall be located at 19607 Black Falcon Road, Loxahatchee, Florida 33470.

ARTICLE II - DURATION

This not-for-profit corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This not-for-profit corporation is organized for the purpose of spiritual education, and to promote and publish materials and events with the intent to expose people to the shared principles found within religions, sciences and philosophies.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be set forth in the Bylaws.

ARTICLE V - REGISTERED AGENT

The street address of the initial registered office of this not-for profit corporation is Anthony Fisichella, 19607 Black Falcon Road, Loxahatchee, Florida 33470, and the name of the initial registered agent of this corporation at that address is Anthony Fisichella, 19607 Black Falcon Road, Loxahatchee, Florida 33470.

ARTICLE VII - DIRECTORS

Initially, this not-for-profit corporation shall have ~~three~~ (3) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than three (3) directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and addresses of the initial directors are as follows:

Name	Address
Linda Fisichella	19607 Black Falcon Road, Loxahatchee, Florida 33470
Anthony Fisichella, Jr.	19607 Black Falcon Road, Loxahatchee, Florida 33470

Name

Address

Anthony Fisichella, *SL*.

19607 Black Falcon Road,
Loxahatchee, Florida 33470

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of this not-for-profit corporation, who shall serve until their successors shall be elected or appointed, are:

Name

Address

Anthony Fisichella, *SL*
President, Vice President
Secretary and Treasurer

19607 Black Falcon Road,
Loxahatchee, Florida 33470

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name

Address

Anthony Fisichella, *SL*

19607 Black Falcon Road
Loxahatchee, Florida 33470

ARTICLE X - AMENDMENT

This not-for-profit corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: March 28, 2002

By: 

Anthony Fisichella
19607 Black Falcon Road
Loxahatchee, Florida 33470
Incorporator


**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

FILED
02 APR 22 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First, that *Higher Ground Foundation, Inc.*, desiring to organize or qualify under the laws of the State of Florida, has named Andrew M. Schwartz, Esquire, located at 1701 West Hillsboro Boulevard, Suite 308, Deerfield Beach, Florida 33442, as its agent to accept service of process within Florida.

Dated: March 28, 2002

By


Anthony Fisichella
19607 Black Falcon Road
Loxahatchee, Florida 33470
Incorporator

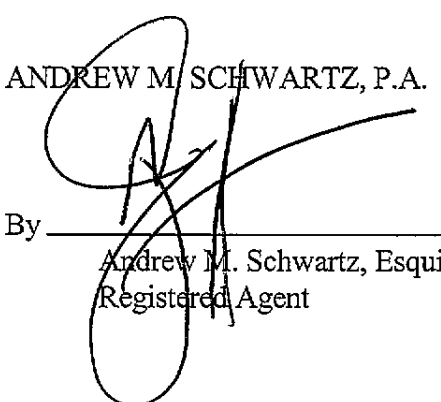
ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated not-for-profit corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 28, 2002

ANDREW M. SCHWARTZ, P.A.

By


Andrew M. Schwartz, Esquire
Registered Agent