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REFERENCE : 548721 6457A

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 70.00

ORDER DATE : April 25, 2002

ORDER TIME : 10:04 AM

ORDER NO. : 548721-005

CUSTOMER NO: 6457A

CUSTOMER: Alexander J. Ombres, Esq
Arnold Matheny & Eagan, P.a.

Suite 201
801 N. Magnolia Avenue
Orlando, FL 32803

FILED
2002 APR 25 PM 2:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

700005347267--9

DOMESTIC FILING

NAME: ~~SPANISH~~ JAIL MINISTRY, INC.
SPANISH

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

RECORDED
02 APR 25 4:30
DIVISION OF REGISTRATION
[Signature]

FILED

2002 APR 25 PM 2: 26

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

SPANISH JAIL MINISTRY, INC.
(NOT FOR PROFIT)

The undersigned person, acting as incorporator of a corporation not for profit under the laws of the State of Florida, adopts the following Articles of Incorporation pursuant to Section 617.0202 of the Florida Not for Profit Corporation Act:

ARTICLE I.

The name of the corporation is SPANISH JAIL MINISTRY, INC., and the initial principal address of the corporation is 3741 Vision Blvd., Orlando, Florida 32809 and the name of the initial registered agent of this corporation at that address is Dr. Marco Cardenas..

ARTICLE II.

The corporation is to exist perpetually or until sooner dissolved according to law. The corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III.

The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed is to provide biblically teaching and education with the primary focus being that Jesus Christ is the answer to any problem. The corporation is further organized to promote the rehabilitation process of incarcerated individuals so that upon their release their transition and assimilation into the local community will result in a benefit rather than a burden.

(b) The purposes for which this corporation is formed are to operate exclusively for such religious, charitable, scientific, literary and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

ARTICLE IV.

The corporation shall not have members.

ARTICLE V.

The street address of the initial registered office of this corporation is 3741 Vision Blvd., Orlando, Florida 32809, and the name of the initial registered agent of this corporation at that address is Dr. Marco Cardenas.

ARTICLE VI.

The name and residence of the incorporator to these Articles is:

Name	Address
Dr. Marco Cardenas	322 Woodbury Pines Circle Orlando, Florida 32828

ARTICLE VII.

Section 1: The business affairs of this corporation shall be managed by the Board of Directors, which board shall include the President and Vice-President of the corporation. This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time, by the By-laws, but shall never be less than three.

Section 2: The Board of Directors shall be elected and hold office in accordance with the By-laws.

Section 3: The names and addresses of the persons who are to serve as directors for the ensuing year, or until their successor shall have been elected and qualified, are:

Name	Address
Eloy Rodriguez	9000 Lake Underhill Rd. Orlando, Florida 32825
Leonardo Gonzalez	3377 Aloma Ave. Winter Park, Florida 32792
Dr. Marco Cardenas	322 Woodbury Pines Circle Orlando, Florida 32828

ARTICLE VIII.

Section 1: The Board of Directors of this corporation may provide such By-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2: Upon proper notice the By-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX.

The officers of Spanish Jail Ministry, Inc. shall consist of a President, Vice-President, a Secretary and Treasurer. Any person may hold two or more offices except that the President shall not also be the Secretary of this corporation. These officers shall serve as the officers of the Board of Directors together with such other members of the Board of Directors as may be deemed necessary as set out by Article V, of the By-Laws of this corporation. Their duties, requirements and terms of office are set forth and governed by its By-Laws.

Chaplain and Founder, Dr. Marco Cardenas shall be President and Chairman of the Board of Directors of Spanish Jail Ministry, Inc. for the duration of his life.

ARTICLE X.

These Articles of Incorporation may be amended at a special meeting called by a majority of the Directors for that purpose. A majority vote of the Directors shall be entitled to call such a meeting. There shall be no amendment made to ARTICLE IX. in these Articles of Incorporation referring to the term of office of Chaplain Dr. Marco Cardenas, the founder and President.

ARTICLE XI.

The corporation shall have all powers granted corporations not for profit under the laws of the State of Florida. However, notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in the subsection of Section 501(c)(3) of the Internal Revenue Code of 1986 under which the corporation chooses to qualify for exemption, as the same now exists, or as it may be amended from time to time.

ARTICLE XII.

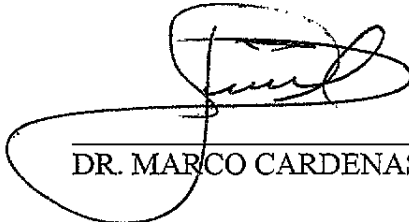
Section 1: No part of the net earnings of the corporation shall inure to the benefit of any individual.

Section 2: The corporation shall not carry on political propaganda, or otherwise act to influence legislation, nor participate in or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt 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) or (b) by a corporation, contributions, to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE XIII.

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (or any amendment thereof), or to the Federal government, or to a State or local government, for public purpose, and none of the assets shall be distributed to any member, officer, or director of this corporation.


IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunder set our hands and seals, this 24th day of April, 2002 for the purpose of forming this corporation not for profit under the laws of the State of Florida.



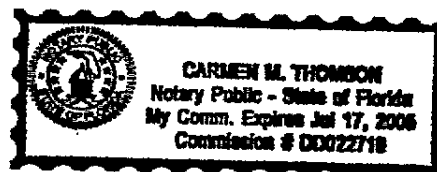
DR. MARCO CARDENAS

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24th day of April, 2002, by DR. MARCO CARDENAS who is personally known to me or who has produced _____ as identification.



Notary Public
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED
SPANISH JAIL MINISTRY, INC.

FILED

2002 APR 25 PM 2: 26

SECRETARY OF STATE
TALLAHASSEE FLORIDA

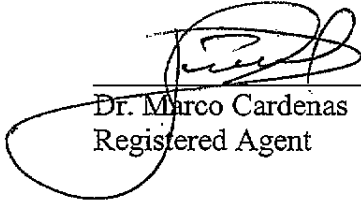
In compliance with the Business Corporation Act of Florida, the following is submitted:

1. The name of the corporation is: SPANISH JAIL MINISTRY, INC.
2. The name and address of the registered agent is:

Dr. Marco Cardenas
3741 Vision Blvd.
Orlando, Florida 32809

Having been named to accept service of process at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of a Registered Agent under the Business Corporation Act of Florida.

Dated this 24th day of April, 2002.



Dr. Marco Cardenas
Registered Agent