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FLORIDA NON-PROFIT CORPORATION

~~special kids and friends foundation, inc.~~ error

*Ministerio Reconciliacion en Cristo
Jesus, Inc.*

Certificate of Status	0
Certified Copy	1
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2-28-07

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ARTICLES OF INCORPORATION
OF
MINISTERIO RECONCILIACION EN CRISTO JESUS, INC.

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We, the undersigned, natural persons of age twenty-one or more, all legal residents of the United States acting as incorporators of a corporation, adopt the following articles of incorporation for such corporation pursuant to Chapter 617 of the Florida Statutes.

FIRST:

The name of the corporation is: Ministerio Reconciliacion en Cristo Jesus, Inc.
454 N.W. 22nd Avenue Suite 207 Miami, Florida 33142.

SECOND:

The period of the corporation is: Perpetual.

THIRD:

The corporation is organized and shall be operated exclusively for charitable and religious purposes. More particularly, the purpose of the corporation will be to minister to those in situations of need especially, inmates confined in jails and confinement facilities. Ministry to the physical, social and spiritual needs of the community will be accomplished through counseling, visitation, preaching and other means of sharing the love, truth and spirit of Jesus Christ.

The corporation is also organized to promote, encourage and foster any other similar religious and charitable activities; to accept, hold, invest, reinvest administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to donate the same to, the foregoing purposes of the corporation and to do any and all lawful acts and things which may be necessary, useful, suitable or proper for the furtherance or accomplishment of the purpose of the corporation.

But no act may be performed which would violate Section 501 © (3) of the Internal Revenue Code of 1954 (or a successor statute of similar import).

In order to carry out the above stated purposes, the corporation shall have all those powers set forth in Chapter 617 of the Florida Statutes (or a successor statute of similar import).

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FOURTH:

The manner in which members and directors of the corporation are elected or appointed shall be provided in bylaws of the corporation.

FIFTH:

The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the corporation and its directors:

- A. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions as set forth in these Articles. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (by the publication or distribution of statements or otherwise) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of the Articles, the corporation shall not carry on any other activities not permitted to be carried on by (1) a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or a successor statute of similar import) as by corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code (or a successor statute of similar import).
- B. If in the event, this corporation is in any one year a " private foundation " as defined by section 509 (a) of the Internal Revenue Code of 1954 (or a successor statute of similar import) it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under section 4942 of Internal Revenue Code of 1954 (or a successor statute of similar import). Furthermore, shall be prohibited from any act of "self dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954 (or a successor statute of similar import), making any investments in such manner as to subject the foundation to taxation under section 4944 of the Internal Revenue Code of 1954 (or a successor statute of similar import).
- C. No gift or grant will be accepted if it contains major conditions, which would restrict or violate any of this corporation or if it would require serving a private as opposed to public interest.

D. Upon the dissolution of the corporation, The Board of Directors shall, after paying or making provisions for payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the organization or organizations organized and operated exclusively for charitable or religious purposes, as shall at time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code 1954 (or a successor statute of similar import) as the Board of directors shall determine.

SIXTH:

The Registered Agent shall be located at 454 N.W. 22nd Avenue Suite 207 Miami, Florida 33142, and the name of its registered agent at such address shall be Antonio P. Uncal.

SEVENTH:

The number of directors constituting the initial Board of Director shall be three.

EIGHT:

The names and addresses of the persons who are serve as initial directors until the first annual meeting of the Board of directors or until their successors shall be elected and qualified are:

Antonio P. Uncal
5325 N.W. 187th Street Apt. 201
Miami, Florida 33055

Max Averhoff
2600 N.W. 28th Street Apt. 201
Miami, Florida 33142

Norma Averhoff
2600 N.W. 28th Street Apt. 201
Miami, Florida 33142

NINETH:

The name and address of each incorporator of the corporation is as follows:

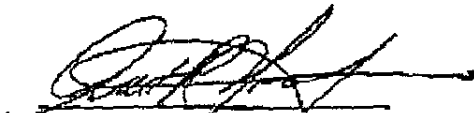
Antonio P. Uncal
5325 N.W. 187th Street
Miami, Florida 33055

Max Averhoff
2600 N.W. 28th Street Apt. 201
Miami, Florida 33142

Norma Averhoff
2600 N.W. 28th Street Apt. 201
Miami, Florida 33142

IN WITNESS WHEREOF:

The undersigned corporation has set their hands and seal this 15th day of February 2003.


Antonio P. Uncal


Max Averhoff


Norma Averhoff

ACKNOWLEDGEMENT

State Of Florida
County of Dade

I, Teresa G. Uncal, a notary public in and for the jurisdiction aforesaid, do hereby certify that Antonio P. Uncal, Max Averhoff, and Norma Averhoff, are parties to this Articles of Incorporation dated this 15th day of February 2003, and who are personally known to me to be the persons subscribed in this articles.

Given under my hand and seal this 15th day of February 2003.


Notary Public

My commission expires:



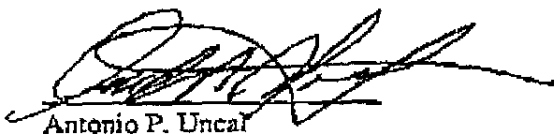
Teresa G. Uncal
My Commission DD144611
Expires August 26, 2006

#03000052208

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

MINISTERIO RECONCILIACION EN CRISTO JESUS, INC

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and 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 Agents.


Antonio P. Uncal

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