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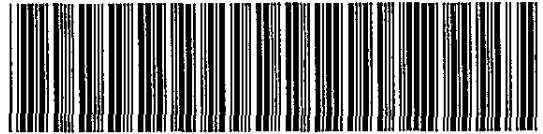
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03 JUL -3 AM 4:38
STATE
TALLAHASSEE FLORIDA

CB 7-8-3

C. BLALOCK FEB 13 2003



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 13, 2003

ROSEMBERG VERLY
4903 NW 59TH CT 2ND ML
COCONUT CREEK, FL 33073

SUBJECT: ADHONEP USA, INC.
Ref. Number: W03000004418

We have received your document for ADHONEP USA, 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 703A00010028

February 6, 2003

RECEIVED

03 JUL -2 AM 9:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Secretary of State
Corporation Division
State of Florida
P. O. Box 6327
Tallahassee, Florida**

Subject: ADHONEP USA, INC.

Dear Cynthia Blalock,

I would hereby like to apply to register a new non-profit corporation under the name of Adhonep USA, Inc.

Enclosed please find an original and one (1) copy of the Articles of incorporation.

The check of US\$ 87.50 Filing fee, certified copy & certificate, has been sent previously.

From: Rosemberg Verly
1051 E. Sample Road – Suite F
Pompano Beach, FL 33064
Tel: (954) 421-9672

W03-4418

ARTICLES OF INCORPORATION OF A NONPROFIT CORPORATION

The undersigned natural persons of the age of eighteen years or more for the purpose of forming a corporation under Nonprofit Corporation Law of Florida adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: ADHONEP USA, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be: 1051 E. Sample Road, Suite F - Pompano Beach, FL 33064

ARTICLE III

This corporation is a corporation for public benefit and is not organized for private gain of any person. It is organized under the Nonprofit Corporation Law primarily for religious purposes. More specifically, the purpose of this corporation is to promote, further, and maintain fellowship among men who believe the full gospel of the Grace of God, taught by Jesus Christ as recorded in the four Gospels, and by the writers of the Epistles of the New Testament.

ARTICLE IV

The Period of duration of the corporation is Perpetual.

ARTICLE V

The name and address of the Registered Agent and is: Rosemberg Verly, 4903 NW 59ct Coconut Creek, Florida 33073.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

2/6/03
Date

ARTICLE VI

The name, title and address of each incorporator and the manner in which the directors are appointed is as follows:

<u>Names</u>	<u>Addresses</u>
Rosemberg Verly - President	4903 NW 59 th Court, Coconut Creek, FL 33073
Sergio Muller - First Vice President	55 Centennial Court, Deerfield Beach, FL 33442
Nelson Chaves - Second Vice President	3485 Pine walk Drive # 102, Margate, FL 33063
Antonio Cesar Favaretto - Treasurer	6348 Walk Circle, Boca Raton, FL 33433
Decio Magnani - Secretary	648 NW 111 th Way, Coral Springs, FL 33071

ARTICLE VII

The directors will be elected as stated in the By-Laws. The corporation shall have members as set forth in the Constitution and By-Laws.

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STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

Upon the dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation organized and operating exclusively for religious purposes and that has established its tax-exempt status under Internal Revenue Code Section 501 (c)(3).

ARTICLE IX

A. This corporation is organized exclusively for religious purposes within the meaning of Internal Revenue Code Section 501 (c)(3). Notwithstanding any other provisions of these Articles, the corporation shall not any other activities nor permitted to be carried on (1) by a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law);

B. Therefore, no substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in (including the publishing or distributing of statements) any political campaign behalf of any candidate for political office; and

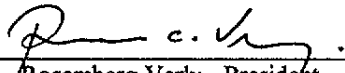
C. Further, the property of this corporation is irrevocably dedicated to religious purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of a director, officer, or member of the corporation, or to the benefit of any private individual.

ARTICLE X

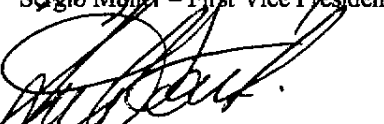
The effective date of this document is the date it is filed by the Secretary of State of Florida.

In affirmation of the facts stated above, witness the signature of the incorporators this 06th day of February 2003, Pompano Beach, Florida.


Signed by the Incorporators:


Rosemberg Verly - President


Sergio Muller - First Vice President


Antonio Cesar Favaretto - Treasurer


Nelson Chaves - Second Vice President


Decio Magnani - Secretary



Lorraine Moodie
Commission # CC 951787
Expires June 29, 2004
Bonded Through
Atlantic Bonding Co., Inc.

 2/6/03

IN WITNESS WHEREOF, the undersigned, Rosenberg Verly being a natural person, competent, has hereunto set his hand and seals this 6 day of FEBRUARY 2003.

Rosenberg Verly

State of Florida)
) SS
County of Broward)

Before me, the undersigned Notary Public of the State of Florida personally appeared Rosenberg Verly, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledge before me that he executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal this 6 day of February 2003.



Lorraine Moodie
Commission # CC 951787
Expires June 29, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

(Notary Seal)

L. Moodie
Notary Public, State of Florida
My commission expires: _____