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FLORIDA NON-PROFIT CORPORATION

IQ12 Global Research Institute, Inc.

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ARTICLES OF INCORPORATION
OF
IQ12 GLOBAL RESEARCH INSTITUTE, INC.

I, the undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, do hereby execute these Articles of Incorporation for the purpose of forming a corporation not-for-profit under the laws of the State of Florida.

ARTICLE 1

NAME

The name of this Corporation is IQ12 GLOBAL RESEARCH INSTITUTE, INC.

ARTICLE 2

PURPOSES

This corporation is organized to unite top quality talent in the fields of science, business, government, education, media and theology to create a global research institute to identify, fund and execute projects on a collaborative agenda to help mankind.

ARTICLE 3

MEMBERSHIP

There will be no membership in the corporation.

ARTICLE 4

TERM OF EXISTENCE

The term of existence of this corporation is perpetual.

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that address is HRAWG CORP. —

ARTICLE 6

PRINCIPAL OFFICE

The address of the principal office of this Corporation and the mailing address shall be 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431.

ARTICLE 7

INCORPORATOR

The name and address of the Incorporator is Robert C. White, Jr., c/o 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431.

ARTICLE 8

DIRECTORS

The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as initial directors are:

Allen Breslau

7301 Amberly Lane #401
Delray Beach, Florida 33446

Sabrina Vezaley

6140 SW 88th Street
Miami, Florida 33156

Barbara Bell

340 McGee Avenue
Mill Valley, California 94941

The manner of election of the members of the Board of Directors shall be as stated in the Bylaws.

ARTICLE 9

BYLAWS

Section 1. The initial Bylaws of the corporation shall be adopted by a majority vote of the Board of Directors.

Section 2. The Bylaws may be made, amended or rescinded by a majority vote of the Board of Directors.

ARTICLE 10

AMENDMENTS

These Articles of Incorporation may be amended by a majority vote of the Board of Directors.

ARTICLE 11

NEGATION OF PECUNIARY GAIN

This corporation is not organized for a pecuniary profit. It shall not have any power to issue Certificates of Stock or declare dividends. No part of its net earnings shall inure to the

benefit of, or be distributed to, any member, director, officer or other private persons; provided, however, that this shall not be construed to prohibit the payment by the corporation of reasonable compensation for services rendered or to prohibit payments and distributions by the corporation in furtherance of its purposes as described in Article 11.

ARTICLE 12

PROHIBITION OF CERTAIN ACTIVITIES

This corporation shall not devote a substantial part of its activities to attempting to influence legislation in any way, including carrying on propaganda activities. Furthermore, this corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including, but not limited to, publishing or distributing statements regarding such campaigns.

Notwithstanding any provision of these Articles to the contrary, this corporation is without power to engage in any activity inconsistent with either exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or with the requirements for deductibility of contributions to the corporation under Section 170 of the Internal Revenue Code of 1986.

ARTICLE 13

DISSOLUTION

Upon the dissolution of this corporation in accordance with Florida law, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this corporation, dispose of the remaining assets of this corporation exclusively for the purposes of

this corporation and in accordance with the requirements for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986. The assets may be distributed by the Board of Directors to any organization or organizations which qualify for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of the future United States Internal Revenue Law. Any assets not disposed of as provided above shall be disposed of by the Circuit Court of Palm Beach County, or any other court having jurisdiction over this corporation in regard to its dissolution exclusively for the purposes of this corporation.

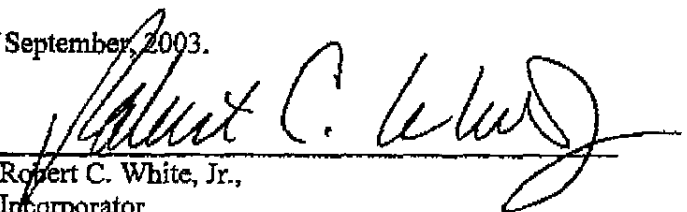
ARTICLE 14

FEDERAL INCOME TAX

This corporation shall, in order to satisfy the requirements of Section 501(c)(3), comply with all of the following:

- (a) The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.
- (b) The corporation will not engage in any act of the self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.
- (c) The corporation will not retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.
- (d) The corporation will 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 later federal tax laws.
- (e) The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

SUBSCRIBED to this 3rd day of September, 2003.


Robert C. White, Jr.,
Incorporator

**CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
IQ12 GLOBAL RESEARCH INSTITUTE, INC.**

FILED
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SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
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Pursuant to Section 617.0501, Florida Statutes, the following is submitted:

IQ12 Global Research Institute, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named HRAWG CORP., located at 1801 N. Military Trail, Suite 200, City of Boca Raton, County of Palm Beach, State of Florida 33431, as its registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and the undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties and the undersigned accepts the duties and obligations as set forth in Section 617.0501, Florida Statutes.

HRAWG CORP.

By: 

Name: James M. Hankins

Title: Vice President