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**FLORIDA NON-PROFIT CORPORATION**

**MARTHA RODRIGUEZ MINISTRIES, INC.**

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**CERTIFICATE OF INCORPORATION  
OF  
MARTHA RODRIGUEZ MINISTRIES, INC.**

The undersigned acting as the incorporator of a not-for-profit corporation under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I: NAME**

The name of the Corporation shall be **MARTHA RODRIGUEZ MINISTRIES, INC.**, herein after referred to as "Corporation."

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is  
4080 NW 165<sup>th</sup> Street  
Opa-Locka, FL 33054

**ARTICLE III: DURATION**

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV: PURPOSES**

The corporation is organized and operated exclusively for religious, charitable, educational and scientific purposes under section 501 (c) (3) of the Internal Revenue Code.

**ARTICLE V: RESTRICTIONS ON ACTIVITIES**

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or

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intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or (b) by an organization, contribution to which are deductible under section 170 (c) (2) of the Internal Revenue Code.

#### ARTICLE VI: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 4080 NW 165<sup>th</sup> Street Opa-Locka, FL 33054 and Herbert Fabio is the registered agent of the Corporation at that address.

#### ARTICLE VII: BOARD OF DIRECTORS

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

NAME:	ADDRESS:
Martha Rodriguez President	19840 NW 43 <sup>rd</sup> Ct. Miami FL 33055
Martha Cabrera Treasurer	17901 NW 68 <sup>th</sup> Avenue #104 Miami, FL 33015
Ana Trujillo Secretary	4310 NW 185 <sup>th</sup> Street Carol City, FL 33055

The number of directors may be increased from time to time by an amendment to the bylaws; however there shall never be less than three directors. All directors shall be selected as provided by the bylaws.

#### ARTICLE VIII: AMENDMENTS

These Articles of Incorporations may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present provided that notice of the intention to submit amendments shall have been as provided by the bylaws.

**ARTICLE IX: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

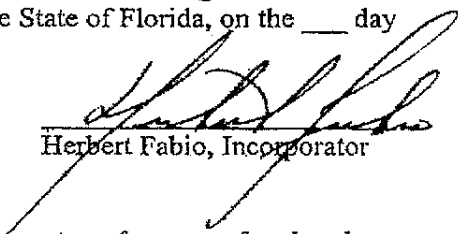
Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**ARTICLE X: INCORPORATOR**

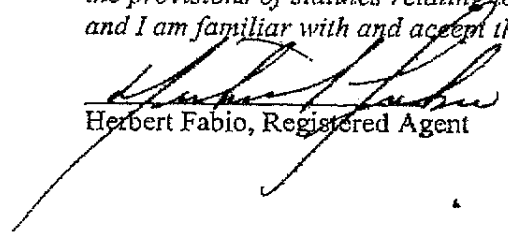
The incorporator of the Corporation is as follows:

HERBERT FABIO  
9010 SW 137 Avenue  
Suite #245  
Miami , Fl 33186

IN WITNES WHEREOF, I have hereunto set my hand and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, on the \_\_\_ day of November, 2003.

  
Herbert Fabio, Incorporator

*Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I agree to comply with the provisions of statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent*

  
Herbert Fabio, Registered Agent

11/7/03  
Date

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