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Roosa, Sutton, Burandt & Adamski, LLP

Richard V.S. Roosa Larry D. Sutton Robert B. Burandt Robert C. Adamski Attorneys and Counselors at Law 1714 Cape Coral Parkway East Cape Coral, Florida 33904

Telephone: Facsimile:

(941) 542-4733 (941) 542-9203

May 28, 2004

Department of State Attn: Incorporation Division P.O. Box 6327 Tallahassee, FL 32314

RE: Articles of Incorporation of IGLESIA PENTECOSTAL CRISTO EL REDENTOR, INC. II, Affiliated with Concilio Fuente de Salvacion Misionera, Inc. MI

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above non-profit corporation along with our check in the amount of \$78.75, made payable to the Florida Department of State for the filing of same.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact my office.

Sincerely yours,

Robert B. Burandt

Robert B. Burandt

Signed in his absence to avoid delay

RBB\bh
Enclosures

IGLESIA PENTECOSTAL CRISTO EL REDENTOR, INC. II Affiliated with Concilio Fuente de Salvacion Misionera, Inc. MI

ARTICLE I NAME OF THE CORPORATION

The name of the Corporation shall be **IGLESIA PENTECOSTAL CRISTO EL REDENTOR**, **INC. II**, *Affiliated with Concilio Fuente de Salvacion Misionera*, *Inc. MI*, organized pursuant to the Internal Revenue Service Code 501(C)(3), which states that the corporation is intended and organized to be exclusively for religious purposes.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 153 SE 19th Terr., Cape Coral FL 33990.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

- 1. To provide spiritual and/or material aid to the Spanish-American Community, and all those who seek our advice/services as well as their families if needed.
- 2. As a Christian Organization our exclusive purpose is to proclaim the Gospel of Jesus Christ according to the Word of God, and to witness to all nations, by all communications available and by personal evangelism, to work for the salvation of souls, to minister and to edify believers, to assemble ourselves together in the worship of Almighty God, for mutual edification and Christian Fellowship in Christ Jesus.

In addition, the corporation shall have the power to:

a. conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries;

- b. Contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;
- c. Purchase the corporate assets of any other corporation and engage in the same or other character of business;
- d. Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other Corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges for ownership, including the rights to vote such stock'
- e. Engage in any and all other activity or business whatever permitted under the laws of the United States and the State of Florida.

ARTICLE IV MEMBERSHIP

The corporation is organized upon a non-stock basis as defined in Chapter 617, Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be regulated in the By-Laws.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually, commencing on the date these Articles of Incorporation are filed with the Office of Secretary of State, State of Florida.

ARTICLE VI DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time, By-Laws adopted by the stockholders, but shall never be less than three. The names and addresses of the initial directors of this corporation are:

Pedro L. Charriez, 153 SE 19th Terr., Cape Coral, FL 33990 Irma I. Charriez, 153 SE 19th Terr., Cape Coral, FL 33990

Gabriel Guzman, 26135 Milagro Ln., Bonita Springs, FL 34125 Elisa K. Portillo, 2310 Maple Ave., #101, Fort Myers, FL 33901

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Pedro L. Charriez, 153 SE 19th Terr., Cape Coral, FL 33990

ARTICLE VIII OFFICERS

The officers of this corporation shall be a President, Vice President, Secretary and Treasurer, and such additional officers and agents as may be provided in the By-Laws or designated by the Board of Directors.

Directors shall be elected by the shareholders at their annual meeting which will be held at the registered office of the corporation or at such other place as may be provided by the By-Laws, or otherwise agreed upon, on the 1st day of December of each and every year, or at such other time as may be designated in the By-Laws, and the annual directors' meeting shall be held immediately after the adjournment of the annual shareholders' meeting, which shall include the election of officers by the Board of Directors.

ARTICLE IX INITIAL OFFICERS

Name(s), address(es) and specific title(s):

Pedro L. Charriez, 153 SE 19th Terr., Cape Coral, FL 33990 (President) Irma I. Charriez, 153 SE 19th Terr., Cape Coral, FL 33990 (Vice President) Gabriel Guzman, 26135 Milagro Ln., Bonita Springs, FL 34125 (Secretary) Elisa K. Portillo, 2310 Maple Ave., #101, Fort Myers, FL 33901 (Treasurer)

ARTICLE X INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Pedro L. Charriez, 153 SE 19th Terr., Cape Coral, FL 33990

ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XIII COMPENSATION OF OFFICERS AND DIRECTORS

No salary or other compensation shall be paid to any director or officer of the corporation for services rendered as such director or officer unless and until the same shall have been approved in writing, or by affirmative vote taken at a duly held directors' meeting by the majority of the directors.

ARTICLE XIV DISPUTES

In the event of a dispute between the two initial incorporators which cannot be resolved between the parties, the parties agree to submit the dispute to binding arbitration. The parties agree to use the mediation department unutilized by the Circuit Court of the 20th District Court.

ARTICLE XV PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION, INCLUDING PROVISIONS FOR THE DISTRIBUTION OF ASSETS ON DISSOLUTION OR FINAL LIQUIDATION

No part of the assets of the Organization and no part of any net earnings of the Organization shall be divided among or inure to the benefit of any officer or director of the Organization or any private individual or be appropriated for any purposes other than the purposes of the Organization.

Upon the liquidation or dissolution of the Organization, after all payments of all the liabilities of the Organization or due provision therefore, all of the assets of the Organization

shall be disposed to one or more Non-Profit Organizations, religious and charitable Organizations that are exempt from federal income tax under the Internal Revenue Code.

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Pedro L. Charriez, Registered Agent

Pedro L. Charriez, Incorporator

STATE OF FLORIDA COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 27 day of 2004, by Pedro L. Charriez, who is personally known to me or who has produced for the produced as identification.



Notary Public

Printed Name: Trud IT