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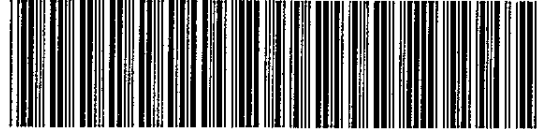
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 FEB 25 PM 3:45

OR 3/2

Undivided Miami, Inc.
449 Swallow Drive #21
Miami, FL 33166
305.606.3535

February 23, 2005

Department of State
Division of Corporations & Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

Dear Division of Corporations:

Enclosed please find the Articles of Incorporation for **Undivided Miami, Inc.**, a not-for-profit corporation, along with a copy of the By-Laws for our organization.


Also enclosed is the payment for the filing fees, in the amount of \$87.50.

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75
Total	\$87.50

Please return a certified copy to the corporate address listed above.

Thank you for your attention to this matter.

Sincerely,



Elizabeth Matos
Incorporator

Enclosures:

Check for \$87.50

2 Copies of our Articles of Incorporation & 2 Copies of our Bylaws

Articles of Incorporation of
UNDIVIDED MIAMI, INC.
A Non-Profit Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

05 FEB 25 PM 3: 45

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

Article 1 NAME

The name of this corporation is Undivided Miami, Inc.

Article 2 PRINCIPAL OFFICE

The principal office and mailing address of this corporation is as follows:

449 Swallow Drive #21

Miami, FL 33166

Article 3 PURPOSE

The specific purposes for which this corporation is formed is organized are religious, charitable, and educational purposes, including but not limited to, building bridges between young ministry leaders and the churches/ministries they represent across denominational, ethnic, and socio-economic lines to build friendships, provide training, and launch collaborative projects that will foster unity, Christlike compassion, and increasingly effective ministry in the Miami area.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article 4 INITIAL DIRECTORS AND/OR OFFICERS

The number of initial directors of this corporation is three. These directors were elected in the organizational meeting of Undivided Miami, Inc. in the manner stated in the organization's By-Laws. The names and addresses of the initial directors are as follows:

President

Elizabeth Matos
8517 NW 8th Street
Miami, FL 33126

Vice President & Secretary

Raul Justiniano
14152 SW 154th Court
Miami, FL 33196

Treasurer

Rachel Blanco
5100 SW 82nd Avenue
Miami, FL 33155

Article 5 REGISTERED AGENT

The Registered Agent of this corporation is as follows:

Ray Pelletier
449 Swallow Drive
Miami, FL 33166

Article 6 **INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is as follows:
Elizabeth Matos – President
8517 NW 8th Street
Miami, FL 33126

Article 7 **DURATION**

The period of duration of this corporation is perpetual.

Article 8 **DISSOLUTION**

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation 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 9 **LIMITATIONS**

1. NONPOLITICAL PURPOSES:

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

2. NO PRIVATE INUREMENT:

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation 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 these Articles.

3. OTHER PURPOSES:

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Article 10 **PRIVATE FOUNDATION RESTRICTIONS**

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

Article 9 AMMENDMENTS

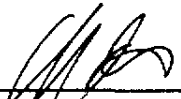
The Articles of Incorporation may be amended only by a two-thirds (2/3rds) majority vote of the Board of Directors in place at the time of the amendment.

Article 11 INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

INCORPORATOR

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true:

 2/24/05
Liz Matos Date

REGISTERED AGENT

Having been named as registered agent and to accept services of process for the above stated corporation (a Florida not for profit) at the place designated in this certificate, 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 am familiar with and accept the obligations of my position as registered agent:

 2/24/05
Ray Pelletier Date

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DIVISION OF CORPORATION
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