

NO5000002580

Ana Weissmann
8353 Lake Crowell Circle
Orlando, FL 32836

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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(Business Entity Name)

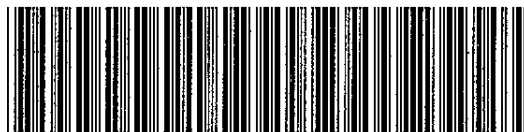
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EFFECTIVE DATE
03/09/2005

02/11/05--01038--013 **78.75

05 MAR 16 PM 2:59
STATE
TALLAHASSEE
FLORIDA

FILED

5547

TA 3/14/05



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 21, 2005

ANA WAISSMANN
8353 LAKE CROWELL CIR
ORLANDO, FL 32836

SUBJECT: OPEN HOUSE OF ARTS CATALOG & EVENTS, INC.
Ref. Number: W05000008947

RECEIVED
05 MAR 14 AM 8:12
FLORIDA DEPARTMENT OF STATE
CORPORATIONS SECTION

We have received your document for OPEN HOUSE OF ARTS CATALOG & EVENTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6855.

Tammy Hampton
Document Specialist
New Filings Section

Letter Number: 705A00012057

ARTICLE OF INCORPORATION

OF

OPEN HOUSE OF ARTS CATALOG & EVENTS, INC.
(A non-for-profit corporation)

FILED

05 MAR 14 PM 2:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person of the age of eighteen (18) years or more, acting as the incorporator of a Corporation, hereby adopts the following Articles of Incorporation for such Corporation, under the laws of the State of Florida:

■ ARTICLE 1 – NAME

EFFECTIVE DATE
03/09/2005

The name of the corporation is **OPEN HOUSE OF ARTS CATALOG & EVENTS, INC**

■ ARTICLE 2 – ADDRESS

The principal place of activity and the mailing address of this corporation shall be:

8353 Lake Crowell Circle
Orlando, FL 32836

NOTE: The corporation offices may move within the State of Florida, with agreement of the Executive Board, who will notify the Department of State regarding new address.

■ ARTICLE 3 – COMMENCEMENT OF EXISTENCE

The date for commencement of the Corporation's existence shall be March 9, 2005.

■ ARTICLE 4 – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

■ ARTICLE 5 – NATURE OF THE CORPORATION

The Corporation is a non-profit corporation. Upon the dissolution, all of the assets of the Corporation shall be distributed to the State of Florida or to an organization exempt from taxes under Internal Revenue Code Section 501 (c) (3) for one or more of the purposes that corporations are exempt under the Florida franchise tax.

■ ARTICLE 6 – GENERAL PURPOSE

The Corporation is organized exclusively for charitable production of arts events, research, educational purposes, 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 the corresponding section (s) of any future federal tax code.

It is the general purpose of this Corporation to contribute to all persons regardless of race creed or color where ever possible and specifically in all areas gospel outreach, providing assistance in as many areas as possible, with social and welfare needs of the local, national or international community.

■ ARTICLE 7 – POWERS

Unless otherwise provided in these Articles, the Corporation shall have all of the powers provided in the law. Moreover, the corporation shall have all the implied powers necessary and proper to carry out its express power. The corporation shall have no powers to take any action prohibited by the law.

■ ARTICLE 8 – LIMITS OF POWERS

The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501 (c) (3), and related regulations, rulings and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax-deductible charitable contributions under Internal Revenue Code Section 170 (C) (2) and related regulations, ruling, and procedures. Regardless of any other provision in these Articles of Incorporation or State law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manner that are not in furtherance of one or more exempt, purposes as set forth and defined by the Internal Revenue Code an related regulations, rulings, and procedures, except to an insubstantial degree;
2. Serve a private interest other than one that is clearly incidental to an overriding public interest;
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures;
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities;
5. Have objectives that characterize it as an action or organization as defined by the Internal Revenue Code and related regulations, rulings and procedures;

6. Distribute its assets on dissolution other for one or more exempt purposes. On dissolution, the Corporation's assets shall be distributed to the State Government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501 (c) (3) to be used to accomplish the general purpose for which the Corporation was organized;

7. Permit any part of the net earning of the Corporation to insure the benefit of any member of the Corporation or any private individual;

8. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt purposes.

■ ARTICLE 09 – NO PROFITS OR DIVIDENDS

No part or the net earnings of **OPEN HOUSE OF ARTS CATALOG & EVENTS, INC** 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 the furtherance of the purposes set forth in the clause hereof.

■ ARTICLE 10 – BOARD OF DIRECTORS

The affairs of **OPEN HOUSE OF ARTS CATALOG & EVENTS, INC.** both spiritual and secular shall be conducted by the Board of Directors which shall consist of 5 (five) members. Those persons wishing to be members of the Board shall submit their intent to commit themselves to the mission of the organization though a nomination from a board member or by personal letter. The method of election of directors is as stated in the bylaws. Directors, once in office, shall serve as long as they remain members of the ministry unless sooner removed as set forth herein.

The board of Directors will make an effort to act unanimity. However, all actions of the Board shall be with the concurrence of at least 2/3rds of the Directors, unless other wise stated. If any decisions which cannot be successfully resolved at a meeting of the Board of Directors, the matter will be considered and final decision made by the President of the Ministry.

■ ARTICLE 11 – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is

8353 Lake Crowell
Orlando, Fl 32836

And the name of its initial registered agent as such address is:

Ana Waissmann.
8353 Lake Crowell
Orlando, Fl 32836

■ ARTICLE 12 – CORPORATE OFFICERS

The number and the names of the Corporate Officers shall be fixed by the Board of Directors of the Corporation. The names and addresses of the persons who are to serve as initial Corporate Officers are:

Director President/ Interior Designer:
Ana Waissmann
8353 Lake Crowell Circle
Orlando, FL 32836

Administrative Director/ Engineer:
Luiz Waissmann
8353 Lake Crowell Circle
Orlando, FL 32836

Marketing Director:
Sarita Helena Schwartzmann
2512 Saint Ignatius Ct.
Orlando, FL 32835

Director Translation Editor / Fine Artist:
Ulysses Mora
4204 Kildare Ave.
Orlando, FL 32812

Director Public Relation:
Vanessa Valentin
573 Calibre Crest Pkwy 203
Altamonte Springs, FL 32714

■ ARTICLE 13 – BOARD OF DIRECTORS

The name and address of the persons who are to serve as the members of the Board Directors are:

Director President/ Interior Designer:
Ana Waissmann
8353 Lake Crowell Circle

Orlando, FL 32836

Administrative Director/ Engineer:
Luiz Waissmann
8353 Lake Crowell Circle
Orlando, FL 32836

Marketing Director:
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■ ARTICLE 14 – INDEMNIFICATION

The Corporation may indemnify a person who is or was threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to the Corporation as provided by the provisions in the Act governing indemnification. The Board of Directors shall have the power to define the requirements and limitations for the Corporation to indemnify directors, officers, members or other related to the Corporation.

■ ARTICLE 15 – REFERENCES

All references in these Articles of Incorporation to Statutes Regulations or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

■ ARTICLE 16 – BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors of this Corporation.

■ **ARTICLE 17 – AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

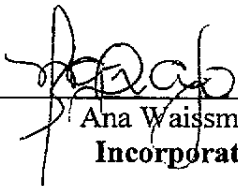
■ **ARTICLE 18 – INCORPORATOR**

The name and address of the person signing these Articles of Incorporation and serving as the incorporator is:

Ana Waissmann
8353 Lake Crowell Circle
Orlando, FL 32836

In Witness Whereof,

The undersigned incorporator executed these Articles of Incorporation, this 09 day of March of 2005.

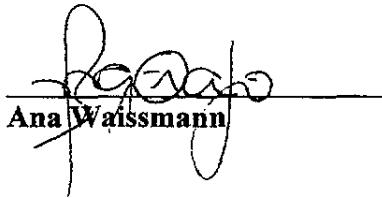


Ana Waissmann
Incorporator

**Acceptance by
REGISTERED AGENT**

Ana Waissmann who has been a bona fide resident of Florida, hereby accepts her appointment as Registered Agent of **OPEN HOUSE OF ARTS CATALOG & EVENTS, INC** to accept and acknowledge service of, and upon whom may be served, all necessary process or processes in any action, suit or proceeding that may be had of brought against this Corporation in any of the courts of Florida, and affirms that her office at the address set forth in the foregoing Articles shall serve as the registered office of the Corporation.

Orlando, Florida on the 09 of March of 2005.


Ana Waissmann