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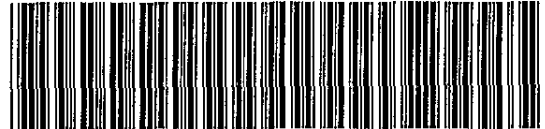
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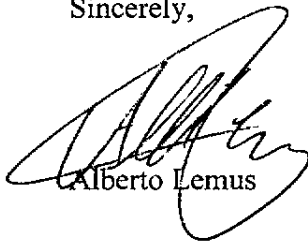
January 11, 2005

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

Dear Sir/ Madam:

I enclosed an original of the proposed Articles of Incorporation of CASA DE ORACAO PARA TODOS OS POVOS, a Non-profit Corporation. Moreover, I enclosed a money order in the amount of \$78.75 payable to your office, for the filling fees, registered agent designation, and certificate of status. Please file the Articles of Incorporation.

Sincerely,


Alberto Lemus

05 SEP - 2:41 AM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

CASA DE ORACAO PARA TODOS OS POVOS INC.

Ministerio Assembleia de Deus

(A non-for-profit corporation)

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

The name of the corporation is **CASA DE ORACAO PARA TODOS OS POVOS INC.**

■ ARTICLE 2 – ADDRESS

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

129 BRUNSWICK LN A
PALM COAST – FLORIDA
32137

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 August 8, 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.

05 SEP -2 AM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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■ ARTICLE 6 – GENERAL PURPOSE

The Corporation is organized exclusively for Christian counseling, research, religious, 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 minister 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 **CASA DE ORACAO PARA TODOS OS POVOS 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 **CASA DE ORACAO PARA TODOS OS POVOS.** both spiritual and secular shall be conducted by the Board of Directors which shall consist of 3 (three) members. The Directors themselves must possess the qualification of leaders as set forth in the relevant teaching of the New Testament and they shall have the duties as set therein. Directors, once in office, shall serve as long as they remain members of the ministry unless sooner removed as set forth herein.

The directors shall appoint such other persons as may be necessary to properly minister to the membership and carry out the purposes for which the corporation is organized. Person so appointed shall have the duties set forth in the New Testament and subject to the provision of Section 741.07, Florida Statutes, and to any rules which may be adopted by Directors of the corporation.

The board of Directors will make an effort to act unanimously. However, all actions of the Board shall be with the concurrence of at least 2/3rds of the Directors, unless otherwise 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:

129 BRUNSWICK LN A
PALM COAST – FLORIDA
32137

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

LUIS CARLOS MULLER
129 BRUNSWICK LN A
PALM COAST – FLORIDA
32137

■ **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:

President:

Luis Carlos Muller.
129 Brunswick Ln A
Palm Coast – FL 32137

Vice-President:

Teresinha de Fatima Muller
129 Brunswick Ln A
Palm Coast – FL 32137

1° Director of Treasury

Roberto Vieira
129 Brunswick Ln B
Palm Coast – FL 32137

2° Director of Treasury

Otoniel Honorato
10B Brinmar
Palm Coast – FL 32137

1° Secretary

Nyvia Regina Muller
129 Brunswick Ln A
Palm Coast – FL 32137

2° Secretary
Marilene dos Santos
16 Picadilly
Palm Coast – FL 32137

■ ARTICLE 13 – BOARD OF DIRECTORS

The names and addresses of the persons who are to serve as the members of the Board Directors are:

President:
Luis Carlos Muller.
129 Brunswick Ln A
Palm Coast – FL 32137

Vice-President:
Teresinha de Fatima Muller
129 Brunswick Ln A
Palm Coast – FL 32137

1° Director of Treasury
Roberto Vieira
129 Brunswick Ln B
Palm Coast – FL 32137

2° Director of Treasury
Otoniel Honorato
10B Brinmar
Palm Coast – FL 32137

1° Secretary
Nyvia Regina Muller
129 Brunswick Ln A
Palm Coast – FL 32137

2° Secretary
Marilene dos Santos
16 Picadilly
Palm Coast – FL 32137

■ 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:

Luis Carlos Muller.
129 Brunswick Ln A
Palm Coast – FL 32137

In Witness Whereof,

The undersigned incorporators executed these Articles of Incorporation, this 30 day of June 2005.



Luis Carlos Muller.
Incorporator

**Acceptance by
REGISTERED AGENT**

Luis Carlos Muller who has been a bona fide resident of Florida, hereby accepts his appointment as Registered Agent of **CASA DE ORACAO PARA TODOS OS POVOS 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 or brought against this Corporation in any of the courts of Florida, and affirms that his office at the address set forth in the foregoing Articles shall serve as the registered office of the Corporation.

Orlando, Florida, on the 08 August of 2005.



Luis Carlos Muller

05 SEP -2 AM 2:47
SECRETARY OF STATE
TALLAHASSEE, FL 32399