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(Business Entity Name)

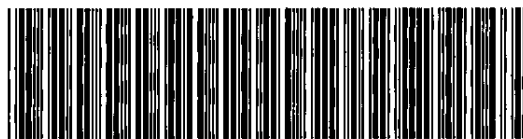
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RECEIVED
06 JUN 21 PM 12:30
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

0. WHITE JUN 22 2006

FILED
06 JUN 21 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Truth Wins Out, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

____ Cert. Copy _____

☒ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

Courier

ARTICLES OF INCORPORATION

of

TRUTH WINS OUT, INC.

FILED

06 JUN 21 PM 2: 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Corporate Name and Address

The name of this Corporation shall be TRUTH WINS OUT, INC. and its permanent address shall be 1000 West Ave., Suite 706, Miami Beach, FL 33139.

ARTICLE II

Corporate Name

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporation Not for Profit law set forth in Section 617 of the State of Florida.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

(a) to operate exclusively in any other manner for charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, (or the corresponding provisions of any other applicable Internal Revenue Law) as amended, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V
Management of Corporate Affairs

(a) **Board of Trustees:** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the Corporation shall be at least three (3), provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

The Trustees elected at the first annual meeting and at all times thereafter, shall serve for a term of one (1) year until the annual meeting following the election of Trustees and until the qualifications of the successors in office. Annual meeting shall be held at location as described and prescribed by the Board of Trustees, and at such date and time as prescribed and determined by the Board of Trustees, or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>Name:</u>	<u>Address</u>
Wayne Besen	1000 West Ave., Suite 706 Miami Beach, FL 33139
Dan Hall	823 Claremore Drive W. Palm Beach, FL 33401
Rev. Jerry Stephenson	1737 NE 17th Street Fort Lauderdale, FL 33305
Joe Kort, MA, MSW, ACSW	25600 Woodward Ave, Ste 218 Royal Oak, MI 48067

(b) **Corporate Officers:** The Board of Trustees shall elect the following officers: President, Vice President, Secretary/Treasurer, and such other officers as the By-Laws of this corporation; may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees.

(c) **Liabilities of Directors:** The Board of Directors shall not be personally liable for the debts, liabilities or other obligations of the corporation.

(d) **Insurances/Indemnification:**

1) Liability: The Board of Directors shall have the power to obtain and provide liability insurance for this Association's officer, directors, advisory committee members, employees, volunteers, agents and members to the extent and in the manner from time to time permitted by the Laws of the State of Florida, except that the Board cannot provide such insurance coverage for criminal, intentional or willful misconduct. Said insurance shall be in an amount determined necessary by the Board of Directors and held as an indemnification of this Association's officers, directors, advisory committee members, employees, volunteers, agents, and members in the event of any and all litigations commenced against this

Association and thereby protecting such persons from personal liability by having been made a party to such litigation by reason of their association and/or position with this Association.

2) Indemnification: The Board of Directors shall have the power to provide indemnification with or without the aforementioned liability insurance for this Association's officers, directors, advisory committee members, employees, volunteers, agents, and members to the extent and in the manner from time to time permitted by the Laws of the State of Florida criminal, intentional, or willful misconduct. Except to the extent such determination is reserved to the membership by the Laws of the State of Florida, the Board's determination to provide or refuse indemnification is conclusive.

ARTICLE VI

Earnings and Activities of the Corporation

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the 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 Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these articles the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the

corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII **Distribution of Assets**

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VIII
Membership

The corporation shall have no class of members and shall be governed by its Board.

ARTICLE IX
Subscribers

The names and residence addresses of the Subscribers of this corporation are as follows;

Name:

Address:

Dean J. Trantalis, Esq.

2255 Wilton Drive
Wilton Manors, FL 33305

ARTICLE X
Amendment of By-Laws

Subject to the limitations contained in the By-laws, and any limitations set forth in the corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized and/or approved by the members of the corporation, By-Laws of this corporation may be altered, rescinded, added to, or new By-Laws may be adopted, either by resolution of the Board of Trustees, or by following the procedures set forth therefore in the By-Laws.

ARTICLE XI
Dedication of Assets

The property of this corporation is irrevocably dedicated to educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any private individual.

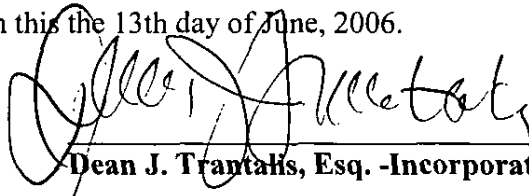
ARTICLE XII
Registered Agent and Office

The address of the corporation's registered offices shall be 2255 Wilton Drive, Wilton Manors, Florida and the name of its agent shall be Dean J. Trantalis, Esq.

ARTICLE XIII
Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

THE UNDERSIGNED, being the subscriber and incorporator of this corporation, for the purpose of forming the non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this the 13th day of June, 2006.



Dean J. Trantalis, Esq. -Incorporator

STATE OF FLORIDA }
COUNTY OF BOWARD }

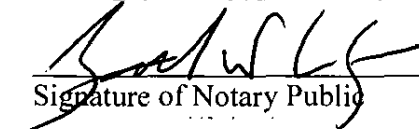
BEFORE ME, the undersigned authority, personally appeared **Dean J. Trantalis, Esq.**, to me known to be the person described as the subscriber in the forgoing Articles of Incorporation, and he acknowledged before me that he subscribed to and executed said Articles this the 20th day of June, 2006.

(SEAL)



Brett W LaGrow
My Commission DD185873
Expires February 20, 2007

STATE OF FLORIDA AT LARGE:



Signature of Notary Public

Brett W. LaGrow

Printed Name of Notary Public

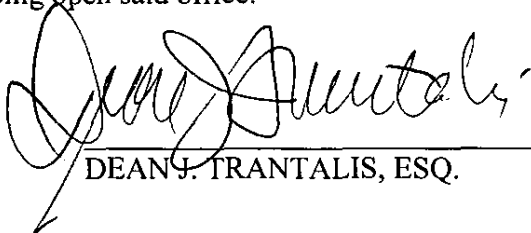
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that SERIES 2006 FTL, INC. desiring to organize under the laws of the State of Florida with it's principal office, as designated in the Articles of Incorporation at the City of Fort Lauderdale, County of Broward, and State of Florida, has named Dean J Trantalis, Esq., located at 2255 Wilton Drive, Wilton Manors, FL 33305, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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.


DEAN J. TRANTALIS, ESQ.

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06 JUN 21 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA