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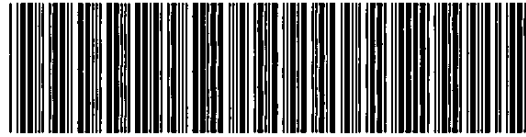
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: COUNSEL AND THERAPY FOR CHANGE INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Elvira Acosta
Name (Printed or typed)

3809 West Flagler Street
Address

Miami, Florida 33134
City, State & Zip

305-541-9333
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S. (Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I

The name of the corporation shall be Counsel and Therapy for Change Inc.

ARTICLE II

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

15600 NW 7 Avenue, Apt. 209
Miami, Florida 33169

ARTICLE III

This corporation is organized exclusively for charitable and educational purposes, specifically we strive to assist individuals and families in resolving conflicts and problems generated by substance abuse, domestic violence, co-dependency, depression, states of crises, and other emotional ills affecting our society. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501©(3) of the Internal Revenue Code of 1986, as enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV

Exemption Requirements. At all times the following conditions shall restrict the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings for this corporation shall unite to the benefit of any member of the corporation except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article III above.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements) any political campaign on behalf of, or in opposition to any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE V

The duration of the corporate existence shall be perpetual.

ARTICLE VI

The corporation shall have one or more classes of members as provided in the corporation's bylaws. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No director shall have any right, title or interest in or to any property of the corporation. All directors shall be appointed.

ARTICLE VII

The following individuals shall serve as the initial Board of Directors:

Jorge A. Valle Sr.
13149 SW 11 Lane Circle
Miami, Florida 33184

Yordanis Benitez
15600 NW 7 Avenue, Apt. 209
Miami, Florida 33169

ARTICLE VIII

The initial registered agent is:

Jorge A. Valle Sr.
13149 SW 11 Lane Circle
Miami, Florida 33184

The name and address of incorporator is:

Yordanis Benitez
15600 NW 7 Avenue, Apt. 209
Miami, Florida 33169

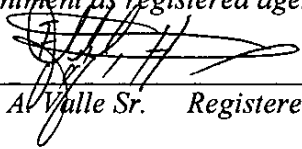
ARTICLE IX

No member, officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE X


At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all the assets of the corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Jorge Al Valle Sr. Registered Agent

9/28/2006
Date



Yordanis Benitez, Incorporator

9/28/2006
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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