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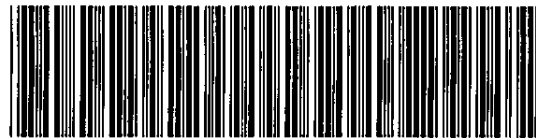
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6/19/07

*Back to Eden Orphanage & Restoration Home for Children, Inc.*  
310 S.W. 67<sup>th</sup> Court  
Miami, FL 33144

June 15, 2007

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

Ref: Articles of Incorporation of Back to Eden Orphanage & Restoration Home for Children, Inc.

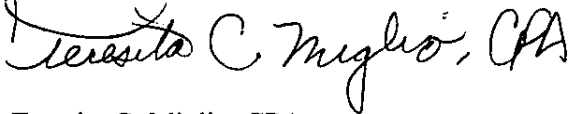
Dear Sir/Madam:

Enclosed are the Articles of Incorporation of the entity named above (an original and a copy) with a check in the amount of \$87.50 to cover the Filing fees and the fees for a Certified Copy and a Certificate of Status.

Should you have any questions please feel free to contact me at my office number (305) 261-3165.

Your help and attention to this matter is greatly appreciated.

Sincerely,



Teresita C. Miglio, CPA  
Treasurer

Enc.

cc: File

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**EFFECTIVE DATE**

6/25/07

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DIVISION OF CORPORATIONS

*Articles of Incorporation  
Of*

07 JUN 18 PM 3:21

*Back to Eden Orphanage & Restoration Home for Children, Inc.  
(In compliance with Chapter 617, F.S., (Not For Profit))*

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes the undersigned subscriber is a natural person and competent to contract and hereby make, adopt and subscriber these Articles of Incorporation, to wit:

**ARTICLE I**

**Name of the Corporation**

The name of the Corporation hereinafter referred to, as "the Corporation" is Back to Eden Orphanage & Restoration Home for Children, Inc.

**ARTICLE II**

**Address of Principal Office**

The mailing address and principal office of the Corporation is 310 SW 67 Court, Miami, FL 33144

**ARTICLE III**

**Purpose of the Corporation**

The Corporation is organized exclusively for charitable, literary, religious, educational and scientific 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 any corresponding section of any future federal tax code.

In particular, the Corporation wishes to provide shelter, food and clothing for orphan children in a safe environment where they receive emotional as well as spiritual stability and provide them with training in personal hygiene. The Corporation wishes to give orphan children of all ages the opportunity to receive an education where they can learn life learning skills. To discourage orphan children from the use of illegal drugs, the participation in street gangs, violence and other activities that can negatively influence the welfare of a community.

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**ARTICLE IV**  
**Prohibitions**

The Corporation shall not engage in any business of a kind ordinarily carried on for profit and nothing in these Articles of Incorporation or in the Bylaws of the Corporation shall authorize the Corporation to, and the Corporation shall not, enter any transaction, carry on any activity, or engage in any business for pecuniary profit, and any income received by the Corporation shall be applied only to the nonprofit purposes and objectives of the Corporation set forth herein.

No proceeds of the Corporation will enrich any individual or be distributable to its trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

No substantial part of the activities of the Corporation shall be 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 or in opposition to any candidate for public office.

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, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V**  
**Term of Existence**

This Corporation shall commence existence on June 25, 2007 upon the filing of these Articles of Incorporation with the Department of State of Florida. The term for which this Corporation shall exist shall be perpetual unless dissolved according to law.

**ARTICLE VI**  
**Bylaws**

The initial Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered or rescinded by the directors in the manner provided by such Bylaws.

ARTICLE IX  
Amendment

These articles may be amended, altered or repeal in accordance with the laws of the State of Florida, and the By-laws of this Corporation shall be made, altered or rescinded by a two-thirds vote of the directors present at any regular or special meeting called for the purpose of a change or amendment thereto, according to law.

ARTICLE X  
Disposition of Assets Upon Dissolution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI  
Incorporator

The name and address of the incorporator executing these Articles of Incorporation shall be:

Teresita Crespo Miglio  
310 SW 67 Court  
Miami, FL 33144

The undersigned has executed these Articles of Incorporation this 15<sup>th</sup> of June, 2007 A.D.

  
\_\_\_\_\_  
INCORPORATOR

**ARTICLE VII**  
**Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting at least of three (3) members. The number and election of the Directors shall be as provided in the Bylaws of the Corporation. The Board of Directors shall be a self-perpetuating board. A majority vote of the current Directors shall be required for election. The initial Board of Directors shall be as follows:

PRESIDENT/SECRETARY - Carmen Rosa Santos Mesa

VICE-PRESIDENT – Antonio Santos

TREASURER - Teresita Crespo Miglio

DIRECTOR – Ruth Ledesma Yupanqui

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**ARTICLE VIII**  
**Initial Registered Agent and Registered Office**

The street address of the initial registered office of this corporation is 1609 S.W. 57<sup>th</sup> Avenue, Miami, FL 33155 and the name of the initial registered agent for service of process within this state is China A. Saugar.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED NON-PROFIT CORPORATION 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 NO DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
REGISTERED AGENT