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To:

Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Father Vengayil Medical Foundation, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
FATHER VENGAYIL MEDICAL FOUNDATION, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

ARTICLE I. NAME

The name of the corporation is FATHER VENGAYIL MEDICAL FOUNDATION, INC.; the initial principal office is located at 47 Tall Oaks Circle, Tequesta Florida 33469.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual, and the corporate existence will commence on the filing of these Articles with the Department of State.

ARTICLE III. PURPOSE

1. The corporation is organized in order to engage in any lawful purpose or purposes not for pecuniary profit, provided, however, as follows:

(a) No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation) and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(b) No substantial part of the activities of the Corporation shall include the carrying on of propaganda or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code of 1986, as amended) or participating or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code Section 501(c)(3)") in the United States or India that serves the people of the State of Kerala.

(d) Specifically, the objectives of this not-for-profit Corporation shall include, without limitation, supporting medical facilities in the State of Kerala, Country of India.

2. 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 Code Section 501(c)(3), (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or (c) by a nonprofit Corporation organized Under the laws of the State of Florida pursuant to the provisions of the Florida Not For Profit Corporation Act.

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ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 47 Tall Oaks Circle, Tequesta Florida 33469 and the name of the initial registered agent at that address is Father Thomas Vengayil.

ARTICLE V. DIRECTORS AND OFFICERS

(a) The authority for all affairs of the Corporation shall be in a Board of Directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation and the Bylaws of the Corporation as from time to time in effect and administered by its Officers. The number of members of the Board of Directors shall be at least one and not more than six.

(b) The manner of electing and the powers, duties and terms of office of all Directors and Officers, and the procedure for filling a vacancy in any office or on the Board of Directors shall be as provided in the Bylaws.

(c) The first Board of Directors shall be one (1) in number, and his name and address are as follows:

Father Thomas Vengayil	47 Tall Oaks Circle Tequesta, Florida 33469
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(d) The Initial Officers of the Corporation are as follows:

Father Thomas Vengayil	President
Father Thomas Vengayil	Vice President
Father Thomas Vengayil	Secretary
Father Thomas Vengayil	Treasurer

ARTICLE VI. MEMBERSHIP


The Corporation shall have members. The qualifications of members and the manner of admission shall be regulated by the rules and regulations of the Bylaws of the Corporation.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator is:

Father Thomas Vengayil
47 Tall Oaks Circle
Tequesta, Florida 33469

IN WITNESS WHEREOF, I have subscribed my name this 20 day of December, 2007.



Father Thomas Vengayil
Incorporator

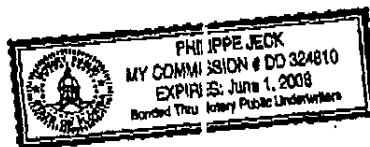
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STATE OF FLORIDA
COUNTY OF PALM BEACH

On this day personally appeared before me, the undersigned authority, FATHER THOMAS VENGAYIL, known to me to be the individual who executed the foregoing Articles of Incorporation and he acknowledged before me that the same were executed for the purpose therein expressed [X] who is personally known to me or [] who has produced _____ as identification.

WITNESS my hand and official seal in the above-named County and State this 20 day of December, 2007.


Notary Public, State of Florida
My Commission Expires:




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

In compliance with Section 617.0501(3) Florida Statutes, the following is submitted:


FATHER VENGAYIL MEDICAL FOUNDATION, INC. desiring to organize under the laws of the State of Florida, with its principal place of business at 47 Tall Oaks Circle, Tequesta Florida 33469, County of Palm Beach, State of Florida, has named FATHER THOMAS VENGAYIL of 47 Tall Oaks Circle, Tequesta Florida 33469 as its agent to accept service of process within Florida.

DATE: December 20, 2007


Father Thomas Vengayil, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: December 20, 2007


Father Thomas Vengayil, Registered Agent

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TALLAHASSEE, FLORIDA