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TALLAHASSEE, FLORIDA

↓ Signed APR 14 2008

DENIS A. COHRS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

INTERVEST BANK BUILDING•2575 ULMERTON ROAD•SUITE 210•CLEARWATER•FLORIDA•33762

VOICE (727) 540-0001•FAX (727) 540-0027
E-MAIL dcohrs@cohrsllaw.com

April 10, 2008

VIA FEDERAL EXPRESS

Department Of State
Division Of Corporations
Corporate Filings
409 East Gains Street
Tallahassee, Florida 32399

RE: Articles of Incorporation of Pinellas Re-Entry Network, Inc.

Dear Madam/Sir:

Enclosed herewith are an original and one copy of the fully executed Articles of Incorporation in connection with the referenced matter. Please file the Articles and return one filed-stamp copy to this office. Also enclosed is this firm's check in the amount of \$70.00, the amount necessary to file the Articles of Incorporation.

If you should have any questions or concerns, please feel free to contact this office.

Sincerely,



Michelle Pradon
Paralegal

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PINELLAS RE-ENTRY NETWORK, INC.

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not-for-profit in accordance pursuant to the laws of the State of Florida.

ARTICLE I.

Name and Address

The name of this corporation shall be:

PINELLAS RE-ENTRY NETWORK, INC.

The address of this corporation shall be:

1160 Persimmon Drive
Palm Harbor, Florida 34683

or such other address within the State of Florida as the Board of Directors may from time to time designate. The mailing address of this corporation shall be:

Post Office Box 154
Palm Harbor, Florida 34682-0154

ARTICLE II.

Purposes

A. The general nature, objects and purposes for which this corporation is organized and operated is to promote and assist in the transition of men and women from incarceration in jails and prisons to life among general free population of society, including, but not limited to, the promotion and sponsorship of fund raising activities for such programs. This corporation shall receive and maintain funds, real and/or personal property, and, subject to the restrictions and limitations hereinabove and hereinafter set forth, shall use the whole or any part of the income therefrom and the principal thereof exclusively for the establishment and operation of programs for its stated purpose.

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B. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director or 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. 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 publication or distribution of statements) any political campaign on behalf of any particular candidate for public office.

C. Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c) 3 of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations issued thereunder.

D. In the event of dissolution or final liquidation of the corporation, the residual assets of the organization will be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)3 and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

ARTICLE III.

Powers

This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617, Florida Statutes, and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the religious, scientific and educational purposes for which the corporation is organized, subject, however, to the following:

A. This corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within the meaning, requirements and effect of Section 501(c)3 of the Internal Revenue Code of 1986, as amended heretofore or hereafter.

B. This corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax law.

C. This corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

D. This corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

E. This corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

F. This corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

G. This corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV.

Members

The members of this corporation shall consist of those persons who are subscribers to these Articles of Incorporation, and such other persons, over eighteen (18) years of age, acting as directors or trustees of the **Pinellas Re-Entry Network, Inc.**, appointed in accordance with the bylaws of the corporation.

ARTICLE V.

Term of Existence

This corporation shall commence existence on the date of the filing of these Articles with the Florida Department of State, and its existence shall thereafter be perpetual.

ARTICLE VI.

Subscribers

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Herb Schludenberg	1160 Persimmon Drive Palm Harbor, Florida 34683

ARTICLE VII.

Officers and Directors

The affairs of this corporation shall be managed by a Board of Directors who shall be elected annually by majority vote of the members of the corporation present at a duly called

meeting, as provided in the bylaws and by officers who shall be elected annually by majority vote of the Board of Directors. The officers thus to be elected shall be a president, a secretary, and a treasurer, and such other officers as may be provided for in the bylaws of the corporation. Multiple offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of the corporation shall be provided in the bylaws.

The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the bylaws of the corporation. The number shall not be less than one (1), but may be any number in excess thereof. A quorum for the transaction of business shall be one-third of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or without the State of Florida.

Directors and officers of this corporation may be removed, with or without cause, by the members at a meeting duly called in the manner set out in the bylaws.

ARTICLE VIII.

Initial Directors

The names and addresses of the members of the initial Board of Directors, who, subject to these Articles, the bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the members for the election of permanent directors or until their successors have been duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Robert L. Peak, Jr.	Mt. Calvary M.B. Church 2321 Hartford Street South St. Petersburg, Florida 33711
Dan Huntington	Pathways Community Church 801 Seminole Boulevard Largo, Florida 33755
Tim Cole	Grace Bible Church 555 61 st Street South St. Petersburg, Florida 33707
Linda Ward	Grace Bible Church 555 61 st Street South St. Petersburg, Florida 33707
Bob D'Amico	Calvary Chapel 8900 US Highway 19 North Pinellas Park, Florida 33782

Kerm Calberg

Northside Baptist Church
6000 38th Avenue North
St. Petersburg, Florida 33710

Tim Marshick

Suncoast Cathedral
2300 62nd Avenue North
St. Petersburg, Florida 33702

Frank Quesada

14250 49th Street North
Clearwater, Florida 33762

Herb Schludenberg

Bayside Church of God
3380 State Road 580
Safety Harbor, Florida 34695

ARTICLE IX.

Initial Officers

The names and addresses of the officers of this corporation who, subject to these Articles and the bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the directors of this corporation for the election of permanent officers or until their successors have been duly elected and qualified are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Frank Quesada	President	14250 49 th Street North Clearwater, Florida 33762
Tim Cole	Secretary	Grace Bible Church 555 61 st Street South St. Petersburg, Florida 33707
Bob D'Amico	Treasurer	Calvary Chapel 8900 US Highway 19 North Pinellas Park, Florida 33782

ARTICLE X.

Registered Office And Registered Agent

The name of the corporation's initial registered agent is:

Denis A. Cohrs

and the street address of the corporation's initial registered office is:

2575 Ulmerton Road, Suite 310
Clearwater, Florida 33762

The corporation shall keep the Department of State of the State of Florida informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

ARTICLE XI.

Bylaws

The bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the directors of this corporation present at any meeting of the Board of Directors duly called and convened; provided, however, that a quorum must be present at the meeting of the Board of Directors and notice of the proposed action with respect to the bylaws shall have been waived by a majority of the members of the Board of Directors or mailed by the secretary of this corporation to all of the members of the Board of Directors at least three (3) days before the meeting.

ARTICLE XII.

Amendment of Articles of Incorporation

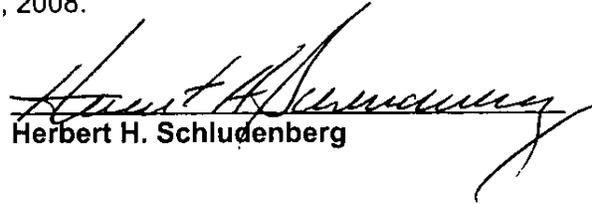
These Articles may be amended by resolution adopted by a majority vote of the directors of the corporation present at any meeting duly called and convened; provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the directors of the corporation on ten (10) days' advance notice of the amendment or amendments, to be considered at such meeting, shall have been given in writing personally or by mail to each director of the corporation prior to such meeting. All actions, including but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same may be amended in the future.

ARTICLE XIII.

Indemnification By Court Order

No director, officer, employee, or agent of the corporation who is or was a party to a proceeding may apply to the court conducting the proceeding, the circuit court, or to any other court of competent jurisdiction, seeking indemnification or advancement of expenses, or both, pursuant to §607.0851, Florida Statutes, without the permission of the Board of Directors.

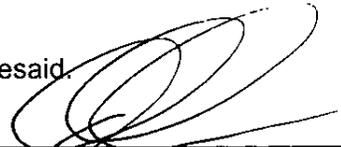
IN WITNESS WHEREOF, we have executed these Articles of Incorporation for the uses and purposes therein expressed this 10 day of April, 2008.


Herbert H. Schludenberg

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, on this 10th day of April, 2008, appeared **Herbert H. Schludenberg**, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



Print Name: _____
State of Florida at Large (SEAL)
____ Personally Known ____ ID Produced
My Commission Expires:

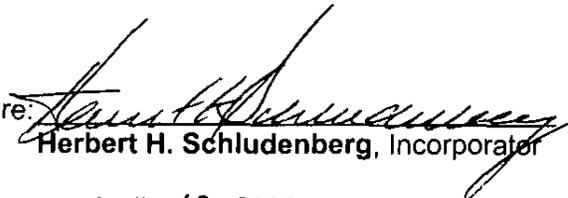
NOTARY PUBLIC-STATE OF FLORIDA
 **Denis A. Cohrs**
Commission # DD506622
Expires: JAN. 31, 2010
Bonded Thru Atlantic Bonding Co., Inc.

**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 48.091, Florida Statutes, the following is submitted:

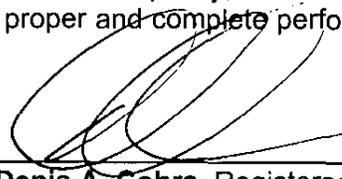
PINELLAS RE-ENTRY NETWORK, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Palm Harbor, County of Pinellas, State of Florida, has named **Denis A. Cohrs**, located at 2575 Ulmerton Road, Suite 210, City of Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within Florida.

Signature: 
Herbert H. Schludenberg, Incorporator

Date: April 10, 2008

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.

Signature: 
Denis A. Cohrs, Registered Agent

Date: April 10, 2008

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TALLAHASSEE, FLORIDA