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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 23 2008
D.A. WHITE

Cover Letter

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

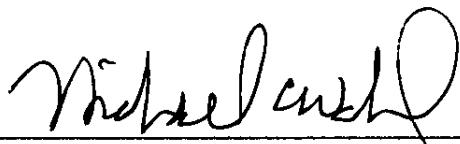
SUBJECT: Widows Refuge International, Incorporated

It is my intention to register the Widows Refuge International, Inc. as a Florida Not for Profit Corporation. I am requesting a letter of acknowledgement.

Enclosed are two documents: one original and one copy of the Articles of Incorporation and a check for:

\$87.50 for Filing Fee, Certified Copy and Certificate

FROM:



Michael C. Wahl
4455 Riverton Drive
Orlando, Florida 32817
Daytime Phone: (407) 232-5718

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ARTICLES OF INCORPORATION
OF
THE WIDOWS REFUGE INTERNATIONAL, INC.
A NON-PROFIT CORPORATION

2008 APR 23 P 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of the undersigned, all of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, pursuant to Chapter 617.0202, F.S., (Not for Profit), do hereby certify:

Article I: The name of the Corporation shall be:

The Widows Refuge International, Inc.

Article II: The place in this state where the principle office of the Corporation is to be located is in the City of Orlando, Orange County.

The mailing address of this corporation: 4455 Riverton Drive
Orlando, Florida 32817

Article III: The specific purposes for which this corporation is organized are:

- (1) To live out the love of Jesus Christ as commanded in the Bible: "To look after the...widows in their distress."
- (2) To assist widows in financial distress by helping to meet their needs including education, counsel and instruction, creating income opportunities and/or receiving endowment/benevolence support.
- (3) To identify ministry leaders who themselves have become widowed, giving them opportunity to minister to a community of widows in Bible study and discipleship groups in order to support the individual widows with spiritual encouragement, and enhance the primary mission of the ministry.
- (4) To acquire/build and operate an independent living community that provides dignity and hope for the poor, specifically and primarily widows, who by circumstances, have found themselves unable to provide adequate housing of their own due to the death of their spouse.
- (5) To maintain a ministry to widows that operates with compassion and concern with complete integrity and honesty so that the Corporation and ministry of the Widows Refuge will bring about a mark of distinction and respect in the local, national and worldwide communities.
- (6) To seek future opportunities for the establishment of Widows Refuge communities both in the United States and abroad.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 the corresponding section of any future federal tax code.

Article IV: The manner in which the Directors are elected or appointed is as follows:

The Incorporator shall appoint the initial Directors. Future Director vacancies on the Board of Directors shall be filled accordingly: (a) The Executive Director shall nominate director candidates and (b) a quorum of the Board of Directors shall grant final approval. If the number of Directors then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the directors then in office or by a sole remaining director. A person appointed to fill a vacancy on the board shall hold office until the next meeting of the Board of Directors or until his or her death, resignation or removal from office.

Article V: The names and addresses of the persons who are the initial directors of the corporation are as follows:

Michael C. Wahl
4455 Riverton Drive
Orlando, Florida 32817

Russell L. Martin
12741 Lower River Blvd.
Orlando, FL 32828

Hazel Sun
659 Dunblane Dr
Winter Park, FL 32792-4620

Article VI: The name and address of the registered agent of this corporation are:

Michael C. Wahl
4455 Riverton Drive
Orlando, Florida 32817

Article VII: The name and address of the incorporators of this corporation are:

Michael C. Wahl
4455 Riverton Drive
Orlando, Florida 32817

Russell L. Martin
12741 Lower River Blvd.
Orlando, FL 32828

Hazel Sun
659 Dunblane Dr
Winter Park, FL 32792-4620

Article VIII: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 these Articles.

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, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

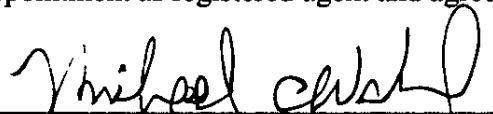
Article IX: Upon dissolution of The Widows Refuge International, Inc. the Board of Directors shall, after paying or making provisions for the payment of all debts and liabilities, shall distribute all remaining assets to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed as provided by a court of applicable jurisdiction in which the Corporation's principal office is 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 X: Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit of proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

Article XI: The effective date of incorporation:

The effective date of this incorporation shall be the date that these articles are filed by the Florida Department of State.

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.



Michael C. Wahl

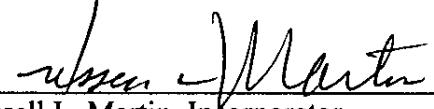
Date: 4/19/08

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.



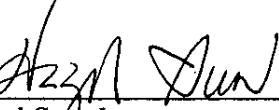
Michael C. Wahl, Incorporator

Date: 4-19-08



Russell L. Martin, Incorporator

Date: 4-19-08



Hazel Sun, Incorporator

Date: 4-19-08

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