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DIVISION OF CORPORATION

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FLORIDA PROFIT/NON PROFIT CORPORATION

COMMITTEE ON CRITICAL CHALLENGES, INC.

Certificate of Status	0
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Page Count	04
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**ARTICLES OF INCORPORATION
OF
COMMITTEE ON CRITICAL CHALLENGES, INC.**

The undersigned, acting as the incorporator for the purpose of forming a not for profit corporation pursuant to the Not for Profit Corporation Act of the State of Florida, hereby certifies:

**ARTICLE I
NAME**

The name of the corporation shall be Committee on Critical Challenges, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The street address of the principal office of the Corporation is 2001 Biscayne Boulevard, Miami, FL 33137. The mailing address of the Corporation is 2001 Biscayne Boulevard, Suite 2618, Miami, FL 33137.

**ARTICLE III
PURPOSES**

The Corporation shall be a nonprofit organization qualifying under section 501(c)(4) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code"), and shall not have the authority to issue capital stock. The purposes for which the Corporation is formed is to:

- A. Promote the common good and general welfare of the American people and the citizens of the State of Florida;
- B. Promote responsible and efficient government through public policies that support economic growth and prosperity, government fiscal discipline and tax fairness;
- C. Encourage citizen participation in the shaping of laws and regulations relating to the foregoing; and
- D. Engage in any lawful activity incidental to the foregoing purposes and not otherwise prohibited by the Not for Profit Act of the State of Florida, the Code, or these Articles of Incorporation.

In furtherance thereof, the Corporation shall have all the general powers enumerated in Section 517.0302 of the Florida Statutes as now in effect or as may hereafter be amended together with the power to collect grants and contributions for such purposes.

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ARTICLE IV MEMBERS

The Corporation shall have no members.

ARTICLE V MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be as stated in the Corporation's Bylaws.

ARTICLE VI INITIAL DIRECTORS

There shall be at least three directors who shall be elected or appointed as provided in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time, but there shall be at least three (3) directors at all times. The number of directors constituting the initial Board of Directors is three and the names and addresses, including street and number of the persons who are to serve as the initial directors until the first annual meeting and thereafter until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Michael Becker	2001 Biscayne Boulevard Suite 2618 Miami, FL 33137
Greg Minnelli	100 S.E. 7 th Street #1250 Miami, FL 33131
Sharon Kaplan	3800 NW 21 st Street Miami Gardens, FL 33055

ARTICLE VII REGULATION OF AFFAIRS

Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are as follows:

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III.

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B. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from federal income taxation as a corporation described in section 501(c)(4) of the Code, or cause it to lose such exempt status.

C. In the event of dissolution or final liquidation of the Corporation, all remaining assets and property shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization organizations under section 501(c)(3) of the Code, as the Board of Directors shall determine, or distributed to an organization exempt from income tax under section 501(c)(4) of the Code for use in activities in furtherance of the purposes of the Corporation. In no event shall any of such assets or property be distributed to any director or officer or any private individual.

ARTICLE VIII INITIAL REGISTERED AGENT

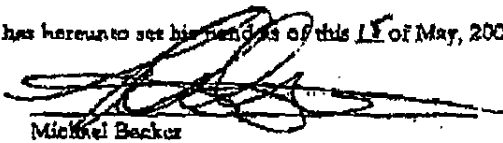
The address, including street and number, of the initial registered office of the Corporation is: 2001 Biscayne Boulevard, Suite 2618, Miami, FL 33137. The initial registered agent at such address is Michael Becker. The Board of Directors may change the Corporation's registered agent or the location of the Corporation's registered agent to accordance with applicable law.

ARTICLE IX INCORPORATOR

The name and address of the Incorporator is:

Michael Becker
2001 Biscayne Boulevard
Suite 2618
Miami, FL 33137

In witness thereof, the undersigned has hereunto set his hand and seal of this 15 of May, 2008.


Michael Becker
Incorporator

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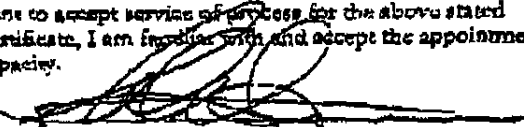
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By: 
Michael Backer
Registered Agent

Date: 5/16/08

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