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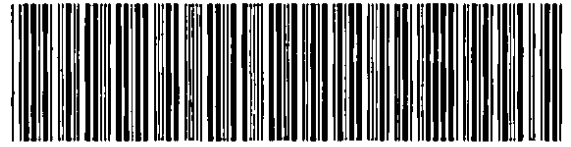
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COVER LETTER

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

SUBJECT: Living Water Counselling, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Norman Wise
Name (Printed or typed)

7684 N Nob Hill Rd
Address

Tamarac, FL 33321
City, State & Zip

302-245-2760
Daytime Telephone number

gu2@me.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**Articles of Incorporation
Of
Living Water Counselling, Inc.
(In Compliance with Chapter 617, F.S., Not for Profit)**

Article 1.

The name of the corporation is Living Water Counselling, Inc.

Article 2.

The initial registered office of the Corporation shall be at: 7684 N Nob Hill Rd, Tamarac, FL 33321. The initial registered agent of the Corporation at such address shall be: Norman Wise.

Article 3.

The name and address of the incorporator is:

Norman Wise
7684 N Nob Hill Rd
Tamarac, FL 33321

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Article 4.

The initial principal office address of the Corporation shall be at: 7684 N Nob Hill Rd, Tamarac, FL 33321.

Article 5.

Said organization is organized exclusively for charitable, 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 corresponding section of any future federal tax code. Specific purpose is to provide counselling and other crisis services to individuals in the community who are in need of these services and are otherwise unable to afford standard services.

Article 6.

The Corporation shall have perpetual duration.

Article 7.

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set out more specifically in the bylaws. Initial Board Members are:

Norman Wise – President and Director
7684 N Nob Hill Rd
Tamarac, FL 33321

Larry Schone – Secretary and Director
7684 N Nob Hill Rd
Tamarac, FL 33321

Mark Ayers – Treasurer and Director
7684 N Nob Hill Rd
Tamarac, FL 33321

Glen Urquhart – Director
7684 N Nob Hill Rd
Tamarac, FL 33321

Article 8.

Upon 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 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 organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 9.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda, 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.

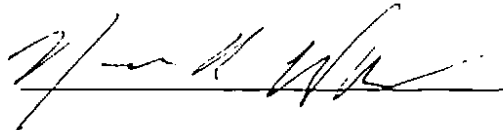
Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax 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.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Name of Incorporator

Norman Wise

Signature of Incorporator



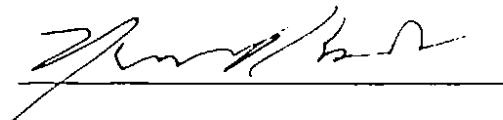
Date

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.

Name of Registered Agent

Norman Wise

Signature of Registered Agent



Date
