



THE UNITED STATES
CORPORATION
COMPANY

NP70000001694

ACCOUNT NO. : 072100000032

REFERENCE : 802981 4320241

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 35.00

RECEIVED
98 MAY - 1 AM 11:22
DIVISION OF CORPORATION

ORDER DATE : April 30, 1998

ORDER TIME : 10:03 AM

ORDER NO. : 802981-005

CUSTOMER NO: 4320241

CUSTOMER: Larry Markes, Legal Asst
Lewis, D'amato, Brisbois &
221 N. Figueroa St. / Ste 1200

Los Angeles, CA 90012

Restated
Articles

600002507836--5

DOMESTIC AMENDMENT FILING

NAME: UNIVERSIDAD IBEROAMERICANA DE
LIDERAZGO, INC.

FILED
98 MAY - 1 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE: Availability

5/1/98

XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY OF EACH DOCUMENT

CONTACT PERSON: Janna Wilson

Name	
Document	Articles of Incorporation
Updater	Don
Verifier	Don
Acknowledgement	Don
W.P. Verifier	Don

EXAMINER'S INITIALS: _____

*02250, 00564, 00547, 00672



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 4, 1998

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: UNIVERSIDAD IBEROAMERICANA DE LIDERAZGO, INC.
Ref. Number: N97000001694

We have received your document for UNIVERSIDAD IBEROAMERICANA DE LIDERAZGO, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 798A00024304

RESUBMIT
Please give original
submission date as file date.

RESTATED
ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE I.
Name

The name of this corporation shall be: Universidad Iberoamericana de Liderazgo, Inc.

ARTICLE II.
Principal Place of Business and Mailing

The principal place of business and mailing address of this corporation shall be:

14050 S.W. 84th Street
Suite 201
Miami, Florida 33183

ARTICLE III.
Member

The sole member of this corporation is: Campus Crusade for Christ, Inc.

Amendment of Article IV of the corporation's Articles of Incorporation was adopted by the Board of Directors on December 31, 1997 and said Article IV now reads as follows:

ARTICLE IV.
Purposes

This corporation is not organized for the private gain of any person. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. The specific purpose for which the corporation is organized is: to provide graduate-level theological education and other forms of degreed and non-degreed theological educational programs.

Amendment of Article V of the corporation's Articles of Incorporation was adopted by the Board of Directors on December 31, 1997 and said Article V now reads as follows:

The proposed Restatement of the Articles of Incorporation of the Universidad Iberoamericana de Liderazgo, Inc. was adopted by Campus Crusade for Christ, the sole member of the corporation, by unanimous vote of the Board of Directors of the corporation pursuant to Article IV, Section 1 of the corporation's Bylaws on January 15th, 1998.

ARTICLE V.

Manner of Election of Directors

The manner in which the members of the Board of Directors are appointed or elected is set forth in the corporation's bylaws.

ARTICLE VI.

Limitation of Corporate Powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, and are not limited in any way.

ARTICLE VII.

Initial Registered Agent and Address

The name and the street address of the initial registered agent is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

Amendment of Article VIII of the corporation's Articles of Incorporation was adopted by the Board of Directors on December 31, 1997 and said Article VIII now reads as follows:

ARTICLE VIII.

Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, and the corporation shall not carry on any activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of (or in opposition to) any candidate for public office, except as otherwise provided in Section 501(b) of the Internal Revenue Code of 1986.

ARTICLE IX.

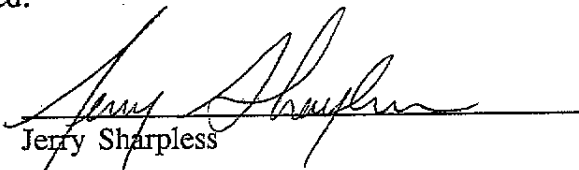
The property of this corporation is irrevocably dedicated to religious, charitable, scientific, literary and educational purposes, and no part of the net income or assets of this corporation shall inure to the benefit of any director, trustee, officer, private shareholder or member thereof, or to the benefit of any private person. If for any reason this corporation shall cease to exist as a legal entity and its charter expire or be terminated, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for one or more exempt purposes within the meaning of, and which has established its tax exempt status under, Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. Any such assets not so distributed shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then 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.

The undersigned, being all of the directors of the corporation, have executed these Restated Articles of Incorporation this first day of January, 1998.

I hereby declare that I am the person who executed the foregoing Restated Articles of Incorporation, which execution is my act and deed.


E. Bailey Marks, Sr.
President

I hereby declare that I am the person who executed the foregoing Restated Articles of Incorporation, which execution is my act and deed.


Jerry Sharpless

I hereby declare that I am the person who executed the foregoing Restated Articles of Incorporation, which execution is my act and deed.


Rolando Justiniano

**CERTIFICATE OF
RESTATEMENT OF
ARTICLES OF INCORPORATION**

FILED
98 MAY -1 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

E. BAILEY MARKS, SR. hereby certifies that:

1. He is the president of Universidad Iberoamericana de Liderazgo, a Florida nonprofit corporation whose original Articles of Incorporation were filed with the Department of State (Division of Corporations) on March 21, 1997 as document number N00000971694.

2. On January 1, 1998 said corporation restated its Articles of Incorporation. Said restatement included amendment of Articles IV, V and VIII. Pursuant to the bylaws of the corporation, amendment of the Articles of Incorporation does not require approval of Campus Crusade for Christ, the sole member of the corporation. The Board of Directors has approved the amendment of said articles and all members of the Board of Directors have signed the Restated Articles of Incorporation.

3. Amendment of Article IV of the corporation's original Articles of Incorporation was adopted by the Board of Directors on December 31, 1997 and said Article IV now reads as follows:

**ARTICLE IV.
Purposes**

This corporation is not organized for the private gain of any person. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. The specific purpose for which the corporation is organized is: to provide graduate-level theological education and other forms of degreed and non-degreed theological educational programs.

4. Amendment of Article V of the corporation's original Articles of Incorporation was adopted by the Board of Directors on December 31, 1997 and said Article V now reads as follows:

**ARTICLE V.
Manner of Election of Directors**

The manner in which the members of the Board of Directors are appointed or elected is set forth in the corporation's bylaws.

5. Amendment of Article VIII of the corporation's original Articles of Incorporation was adopted by the Board of Directors on December 31, 1997 and said Article VIII now reads as follows:

ARTICLE VIII.
Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, and the corporation shall not carry on any activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of (or in opposition to) any candidate for public office, except as otherwise provided in Section 501(b) of the Internal Revenue Code of 1986.

The undersigned has executed this Certificate of Restatement of Articles of Incorporation this 15th day of January, 1998.

I hereby declare that I am the person who executed the foregoing Certificate of Restatement of Articles of Incorporation, which execution is my act and deed.


E. Bailey Marks, Sr.
President