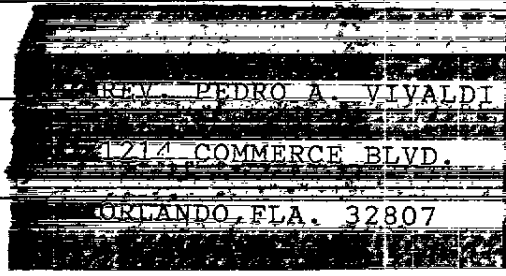


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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 AM 9:00



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Christian Association of Radio-Diffusion, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

789,638,2553,611,2551,2550
N/97-27345

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 8, 1997

REV. PEDRO A. VIVALDI
1214 COMMERCE BOULEVARD
ORLANDO, FL 32807

SUBJECT: CHRISTIAN ASSOCIATION OF RADIO-DIFFUSION, INC.
Ref. Number: W97000027345

We have received your document for CHRISTIAN ASSOCIATION OF RADIO-DIFFUSION, INC. and your check(s) totaling \$79.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 097A00057772

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 AM 9:00

Articles of Incorporation
of
Christian Association of Radio-Diffusion
A Non Profit Corp.

That we, the undersigned, have associated for the purpose of becoming incorporated under and pursuant to the laws of the State of Florida, applicable to corporation not for profit, the 1st day of August in the year of our Lord, nineteen hundred and ninety-seven, AD.; under the following articles of incorporation.

Article I

The name of the corporation shall be known as **Christian Association of Radio-Diffusion, Inc.**, which term is reserved for legal use when referring to the legal entity. The **Christian Association of Radio-Diffusion, Inc.** shall be used to refer to sessions of corporation held at 1214 Commerce Blvd., Orlando, Fl. 32807. The name of the registered agent at the same address is Rev. Pedro A. Vivaldi.

Article II

The **Christian Association of Radio-Diffusion, Inc.** is a cooperative fellowship based upon mutual agreements voluntarily entered by its members.

Article III

The purpose for which this corporation has been organized is for the transaction of any and all business for which **Non-Profit Organizations** may be incorporated under the laws of this State, which may be amended from time to time except, that the corporation stated above is organized exclusively for **Religious Broadcasting** purposes:

A. To be a basis for missionary and charitable projects organized by the members of this corporation, with its main purpose to spread the **Gospel of Jesus Christ** to as many persons as possible by means made available through **Radio Broadcasting** by the operation of this corporation.

B. To be a Radio Broadcasting Ministry which shall be responsible for originating, producing, promoting, and funding the official broadcast ministries of the fellowship in fulfilling the threefold mission of the radio stations.

C. To supply community service to our minority people by broadcasting religious, political, local and global information.

D. Its responsibilities shall include, but not be limited to the following operations and ministries to assist toward fulfilling the threefold mission of radio broadcasting.

1. To organize audio services through the use of airwaves to ministries and institutions of the same belief of this corporation. The media production will also initiate, create and market such products and programs that will further the work of these radio stations and their broadcasts.

2. Acquire and maintain such equipment as necessary to produce audio materials, products and programs for radio broadcasting.

E. To establish and maintain such departments and radio or television stations as may be necessary for the propagation of the gospel and the work of this corporation fellowship.

F. To encourage and promote the evangelization of the world.

G. To make contracts, purchase, sell use, mortgage, lease, convey and hold in trust, real and personal property, to have the right to own or as may be needed for the prosecution of its work, necessary to carry out these purposes.

1. To broadcast for encouragement and promote the edification of beliefs.

2. To be of voluntary service to our fellow members at all times.

3. To encourage the unification of other Christian Radio Stations and to promote better services to our community, both religiously and politically.

4. This corporation will voluntarily assist, without any obligation, in any lawful purpose or activities within the Federal Communications Commission (FCC) standards and our believe.

5. To do all and everything necessary and proper for accomplishment of any of the purposes or the attaining of the objects of, or urge furtherance of any of the powers enumerated in this certificate of incorporation or any amendment thereof, necessary or incidental to the purposes or pretension and benefit of the corporation as principal agent, officer, or otherwise.

Article IV

Members not Shareholders

The corporation formed hereby shall not have Capital Stock other than the one needed for the function and welfare for this corporation and shall be composed of members rather than shareholders.

Article V
Incorporators

The name and residences of the original incorporators of this corporation and their addresses are as follows.

1. Rev. Edgar Nazario 7215 Forest City Road / Orlando, Fl. 32810
 (Radio Maranata - Orlando)

2. Rev. Angel M. Torres 120 Broadway Ave. Ste. 303 / Kissimmee, Fl. 34741
 (Radio Dunamis - Kissimmee)

3. Rev. Santiago Panzardi 6351 S. Orange Ave. / Orlando, Fl. 32809
 (Radio Alcance)

4. Rev. Justino Almodovar 1804 53rd Ave. East / Bradenton, Fl. 34203
 (Radio Ebenezer)

5. Hno. Hermes Rodríguez 1804 53 Ave. E. / Bradenton, Fl. 34203
 (Radio Ebenezer)

6. Rev. Alberto Acosta 910 E. Martin L. King Blvd. / Tampa, Fl. 33603
 (Radio Amor)

7. Rev. Pedro A. Vivaldi 1214 Commerce Blvd. / Orlando, Fl. 32807
 (Radio Unidad Cristiana)

8. Rev. Andrés Santos 7830 Killian Dr. / Orlando, Fl. 32822
 (Radio Impacto)

Article VI
Duration

This corporation shall have perpetual existence as long as it meets state and federal requirements and is in accordance with the constitution of the USA. It will be in accordance with the first amendment of the US. Constitution which expresses: "Freedom of religion, speech and the press; right of assembly . . ." which states the policy and intent of this corporation. This corporation shall represent, as nearly as possible in detail the **Body of Christ** as described in the New Testament Scriptures. It shall recognize the principles inherent in the body as also inherent in this fellowship, particularly the principles of unity, cooperation and equality. It recognizes that these principles will enable it to achieve its priority reason-for being as an agency of God for evangelizing the

world in broadcasting, as a corporate body in which many may worship God and as a channel of God's purpose to build a body of saints being perfect in the image of his son. The first obligation is to pay all operations expenses, then at least 75% of remaining funds must be set aside for the broadcasting and spreading of the Gospel, before any remuneration can be paid to the Board of Directors.

Property belonging to this corporation can not be sold for profit, unless the money used to buy the property, for operations belong to any particular individual or individuals, in this case the sum used must be separated specifically. If at any time this corporation deems to carry out purposes of this constitution and with advisement on what to do with assets of this corporation, a meeting shall be called to order with the Executive Board. At such a time that the purpose and intent of this corporation could be resumed by this corporation, the properties and assets would be returned to the corporation. Assets of this corporation will be used to spread the Gospel of Jesus Christ, money is to be disbursed as set forth by the laws of this corporation.

Article VII

Dissolution

In the event of a dissolution of both above corporations. The residual assets of the **Christian Association of Radio-Diffusion, Inc.**, a Florida corporation, are irrevocably dedicated to religious and/or charitable purposes, the same being stated fully in its articles of agreement and heretofore in the articles of this constitution. In the event of liquidation, dissolution, relocation, or abandonment of its stated purposes after providing for payment of debts and obligations of this corporation, if any, the remaining assets will not ensure the benefit of any private person or persons but all such remaining assets will be distributed to non-profit and/or charitable purposes that are exempt under section 502 (C) and 170 (C) of the Internal Revenue Code of 1954 or the federal, state or local government for exclusive use of the public under which section organization or organizations shall have established tax exempt status.

Article VIII

Membership

The membership of the **Christian Association of Radio-Diffusion, Inc.** consist of ordained ministers holding a current corporative fellowship certificate and churches, a certificate of affiliation issued by their council, also of licensed preacher. Membership in this corporation shall not be limited to the original corporators. This corporation will retain the rights to accept any members.

Article IX

Board of Directors

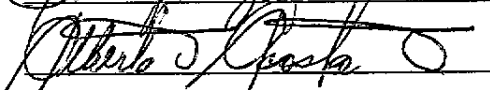
This business and affairs of this corporation shall be conducted by a Board of Directors who shall number not less than three nor more than (13) thirteen members.

**Christian Association of Radio-Diffusion, Inc.
Board of Directors**

Rev. Santiago Panzardi - President



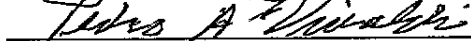
Rev. Alberto Acosta - Vice President



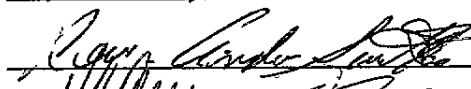
Rev. Edgar Nazario - Secretary



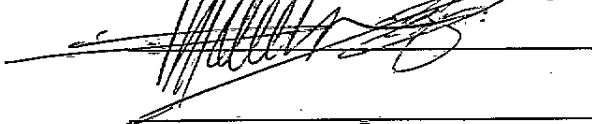
Rev. Pedro A. Vivaldi - Treasurer



Rev. Andrés Santos - Vocal



Rev. Angel M. Torres



Hermes Rodríguez



The affairs of the corporation are to be managed by the Board of Directors of this corporation, which shall include the President, Vice President, Secretary and Treasurer. The Board of Directors shall govern by these articles of incorporation and by the amendments thereof and by all current laws, if deemed necessary. Conditions of the elections or appointment of officers or committees shall be governed by the laws. Such officers are to have authority and perform the duties prescribed from time to time by the Board of Directors. The method in which the directors are appointed may be as stated in the By-Laws.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 AM 9:00

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

CHRISTIAN ASSOCIATION OF RADIO-DIFFUSION, INC.
(must include suffix)

2. The name and address of the registered agent and office is:

REV. PEDRO A. VIVALDI
(NAME)

1214 COMMERCE BOULEVARD
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

ORLANDO, FL. 32807 (407) 275-6335
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Pedro A. Vivaldi
(SIGNATURE)

12/19/97
(DATE)