

N98000002876

COMPU-ACCOUNTING & TAX SVC.

221 EAST 9TH. ST. HIALEAH, FL 33010

TEL (305) 884-0009

FAX (305) 883-8945

May 14, 1998.

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-05/18/98-01099-006
*****78.75 *****78.75

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 GAINS STREET
TALLAHASSEE, FL 32399

Enclosed please find the Articles of Incorporation for ONE
WORLD ONE CHILD FOUNDATION, INC. a non profit corporation, I am
also including a check to cover the filing expenses.

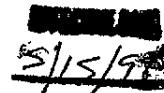
We will appreciate very much a prompt processing of this
corporation. If you have any questions please do not hesitate to
get in touch with me.

Yours truly,


Juan D. Calvo, P.A.

FILED
98 MAY 18 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Juan D. Calvo, P.A. GAVE
AUTHORIZATION BY PHONE TO
CORRECT Change to President
DATE 5/20/98
DOC. EXAM T5


5/15/98

T5
5/18

ARTICLES OF INCORPORATION
FOR

ONE WORLD ONE CHILD FOUNDATION, INC.

The undersigned acting as incorporator of a corporation pursuant to chapter 617, Florida Status, adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

ONE WORLD ONE CHILD FOUNDATION, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

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

10210 NW 57th. Street
MIAMI, FL 33178

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 18 AM 10:57

FILED

EFFECTIVE DATE
5/15/98

ARTICLE III PURPOSE

The specific purpose for which the corporation is organized is to provide help in the way of money, food, clothing, medical care, education and shelter to children in the United States or anywhere in the world.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows, the current Directors will elected the new Directors after consultation with the membership.

ARTICLE V LIMITATIONS OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Status.

ARTICLE VI INITIAL REGISTER AGENT AND STREET ADDRESS

The name and street address of the initial Register Agent is:

MANUEL CEVALLOS
10210 NW 57th. STREET
MIAMI, FL 33178

ARTICLE VII. PRESIDENT

The name and address of the initial President is:

MANUEL CEVALLOS 10210 NW 57TH. ST. MIAMI, FL 33178

ARTICLE VIII. DISSOLUTION OF CORPORATION

In case of dissolution or liquidation of the corporation, after paying all its obligations all the Assets left will be donated in accordance with the above mentioned Article III.

ARTICLE X. EFFECTIVE DATE

The effective date of the corporation is May 15, 1998.

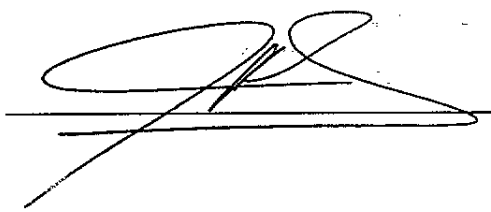
ARTICLE X. INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:

MANUEL CEVALLOS
10210 NW 57TH. ST.
MIAMI, FL 33178

The undersigned incorporator has executed these articles of Incorporation this 13 day of May, 1998.

Signature of Incorporator

A handwritten signature in dark ink, appearing to be 'M. Cevallos', written over a horizontal line.

MANUEL CEVALLOS

Name of Incorporator signing

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 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/register agent, in the State of Florida.

1. The name of the corporation is:
ONE WORLD ONE CHILD FOUNDATION, INC.
2. The name and address of the registered agent and office is:

MANUEL CEVALLOS
(NAME)

10210 NW 57TH. STREET
(STREET ADDRESS)

MIAMI, FL 33178
(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.

SIGNATURE



DATE

MAY 13, 1998

FILED
98 MAY 18 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

5/15/98