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ARTHUR M. WOLFF
ATTORNEY AND COUNSELLOR AT LAW
NORTHERN TRUST PLAZA, SUITE 403
2601 EAST OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FLORIDA 33306

AMW/m

ARTHUR M. WOLFF
MEMBER OF THE FLORIDA BAR,
THE MISSOURI BAR AND THE
HAWAII BAR

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Fort Lauderdale, FL 33339

TELEPHONE (954) 564-6461
FACSIMILE (954) 564-6469

December 1, 1998

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002702843--7
-12/04/98--01026--004
122.50 **78.75

RE: EMILIO REYES MINISTRIES, INC.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above-named corporation.

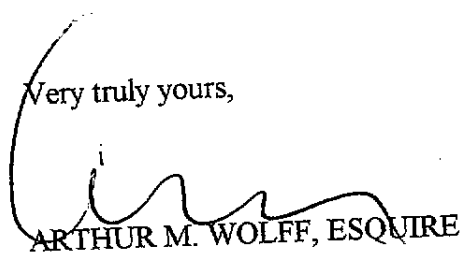
After it has been filed of record, please return the certified copy to this office.

Enclosed is a check in the amount of \$122.50 to cover the following costs:

FILING FEES	\$ 35.00
CERTIFIED COPY	\$ 52.50
REGISTERED AGENT DESIGNATION	\$ 35.00
 TOTAL AMOUNT	 \$122.50

Thank you for your attention to this matter.

Very truly yours,


ARTHUR M. WOLFF, ESQUIRE

AMW/m

FILED
98 DEC 17 PM 3:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1998

ARTHUR M. WOLFE, ESQUIRE
NORTHERN TRUST PLAZA, SUITE 403
2601 EAST OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FL 33306

SUBJECT: EMILIO REYES MINISTRIES, INC.
Ref. Number: W98000027493

We have received your document for EMILIO REYES MINISTRIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 698A00058067

ARTICLES OF INCORPORATION OF
EMILIO REYES MINISTRIES, INC
A Florida Not for Profit Corporation

FILED
98 DEC 17 PM 3: 13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is **EMILIO REYES MINISTRIES, INC.**

ARTICLE II - STATEMENT OF CORPORATION NATURE

This is a not for profit corporation organized solely for general charitable purposes pursuant to the Florida Corporation Not for Profit Law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE III - GENERAL AND SPECIFIC PURPOSES

The purposes for which this corporation is to be formed are religious, educational and charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1954. To do any other act or thing incidental to or connected with the foregoing purposes or any advancements thereof, but not for the profit or financial gain of the Board of Directors or Officers except as permitted under the Not for Profit Corporation Law. In furtherance of its corporate purposes, the corporation shall have all of the general powers enumerated in §617, Fla.Stat. The corporation shall further have the right, for the purposes set forth above, to make distributions to organizations which qualify as tax exempt organizations under the Internal Revenue Code of 1954.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV - TERM

This corporation shall have perpetual existence.

ARTICLE V - MEMBERSHIP

This corporation shall have a membership distinct from the Board of Directors. The authorized and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, the voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth by the by-laws.

ARTICLE VI- MEMBERS

The names and addresses of the initial members and incorporators of this corporation are as follows:

Reverend Emilio A. Reyes	8004 N.W. 28th Place, Sunrise, FL 33322
Lillian Reyes	8004 NW 28 th Place, Sunrise, FL 33322
Reverend Joseph DeJesus	5300 S.W. 7 th Court, Margate, FL 33068
Reverend Justine DeJesus	5300 SW 7 th Court, Margate, FL 33068

ARTICLE VII- LOCATION OF PRINCIPAL OFFICE
AND IDENTIFICATION OF REGISTERED AGENT

1. The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Broward.

2. The name and address of this corporation's registered agent is Reverend Emilio A. Reyes, 8004 N.W. 28th Place, Sunrise, Florida. *principal office is the same.*

ARTICLE VIII - MANAGEMENT OF CORPORATE AFFAIRS

1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be 4; provided however that such number may be changed by the a By-Law duly

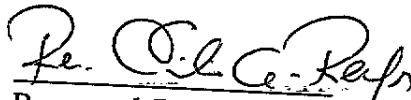
2. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election, the following persons shall serve as corporate officers:

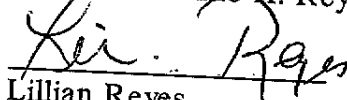
President Reverend Emilio A. Reyes
Vice President Lillian Reyes
Secretary Reverend Joseph DeJesus
Treasurer Reverend Justine DeJesus

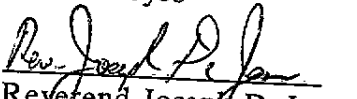
ARTICLE IX - BY-LAWS

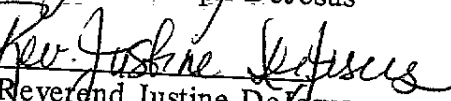
Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not For Profit Law of the State of Florida concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by resolution or by following the procedure set forth thereafter in the By-Laws.

WE, the undersigned, being the incorporators of this corporation, and including all persons herein named as the subscribers of this Corporation, for the purpose of forming this non-profit charitable corporation under the laws of the State of Florida have executed these Articles of Incorporation on this 1 day of Dec, 1998.


Reverend Emilio A. Reyes


Lillian Reyes


Reverend Joseph DeJesus


Reverend Justine DeJesus

adopted by the members.

The directors named herein as the first Board of Directors shall hold office until the first meeting of the members, to be held on the 4th day of January, 1999 at 9:00 a.m o'clock, at 8004 N.W. 28th Place, Sunrise, FL, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years until the third annual meeting of members following the election of trustees and until the qualifications of the successors in office. Annual meetings shall be held at 9:00 o'clock a.m. on the 2nd day of January, except if such shall be a Saturday or Sunday, then it will be on the following business day, or each year at the principal office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that Articles of Incorporation and By-Laws of this corporation authorizes the Directors to so act.

The names and addresses of the first Board of Directors are as follows:

Reverend Emilio A. Reyes	8004 N.W. 28th Place, Sunrise, FL 33322
Lillian Reyes	8004 NW 28 th Place, Sunrise, Fl 33322
Reverend Joseph DeJesus	5300 SW 7 th Court, Margate, Fl 33068
Reverend Justine DeJesus	5300 SW 7 th Court, Margate, Fl 33068

2. Corporate Officers. The Board of Directors shall elect the following officers:


President, Vice-President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election, the following persons shall serve as corporate officers:

President Reverend Emilio A. Reyes

ARTICLE IX - BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not For Profit Law of the State of Florida concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by resolution or by following the procedure set forth thereafter in the By-Laws.

WE, the undersigned, being the incorporators of this corporation, and including all persons herein named as the subscribers of this Corporation, for the purpose of forming this non-profit charitable corporation under the laws of the State of Florida have executed these Articles of Incorporation on this 1 day of Dec, 1998.


Reverend Emilio A. Reyes


STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 1 day of Dec, 1998 by _____ and _____ who is personally known to me or who has/have produced DRIVERS LICENSE as identification.

MARY A. ROBINSON
Typed printed or stamped name of NOTARY
Commission # _____ MARY A. ROBINSON
MY COMMISSION # CC435709 EXPIRES
February 9, 1999
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this
1st day of Dec, 1998 by _____ and _____
who is personally known to me or who has/have produced
_____ as identification.

 MARY A. ROBINSON
MY COMMISSION # CC435709 EXPIRES
February 9, 1999
BONDED THRU TROY FARM INSURANCE, INC.

Mary A. Robinson
Typed printed or stamped name of NOTARY
Commission # _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First - - That **EMILIO REYES MINISTRIES, INC.** desiring to
organize under the laws of the State of Florida, with its principal
office, as indicated in the Articles of Incorporation, at the City
of Fort Lauderdale, County of Broward, and State of Florida, has
named Reverend Emilio A. Reyes, located at 8004 N.W. 28th Place,
Sunrise, FL as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above stated corporation, at the place designated in this
Certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of said Act relative to keeping open
said office.

Rev. Emilio A. Reyes
Reverend Emilio A. Reyes

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 23 day of June, 1998 by EMILIO REYES and _____ who is personally known to me or who has/have produced _____ as identification.

BARBARA H ZOBEL
Typed printed or stamped name of NOTARY
Commission # _____

OFFICIAL NOTARY SEAL
BARBARA H ZOBEL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC554930
MY COMMISSION EXP. MAY 23, 2000

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 23 day of June, 1998 by LILLIAN REYES and _____ who is personally known to me or who has/have produced _____ as identification.

BARBARA H ZOBEL
Typed printed or stamped name of NOTARY
Commission # _____

OFFICIAL NOTARY SEAL
BARBARA H ZOBEL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC554930
MY COMMISSION EXP. MAY 23, 2000

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 23 day of June, 1998 by Joseph De Jesus and _____ who is personally known to me or who has/have produced _____ as identification.

BARBARA H ZOBEL
Typed printed or stamped name of NOTARY
Commission # _____

OFFICIAL NOTARY SEAL
BARBARA H ZOBEL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC554930
MY COMMISSION EXP. MAY 23, 2000

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 23 day of June, 1998 by Justine De Jesus and _____

who is personally known to me or who has/have produced
as identification.

BARBARA H. ZOBEL
Barbara H. Zobel

Typed printed or stamped name of NOTARY

Commission #

OFFICIAL NOTARY SEAL
BARBARA H ZOBEL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC554930
MY COMMISSION EXP. MAY 23, 2000

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

* * * * *

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - - That *Emilio Reyes,* **MINISTRIES, INC.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Fort Lauderdale, County of Broward, and State of Florida, has named Reverend Emilio A. Reyes, located at 8004 N.W. 28th Place, Sunrise, FL as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Rev. Emilio A. Reyes

Reverend Emilio A. Reyes

FILED
98 DEC 17 PM 3:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA