

N 99000000444

TRANSMITTAL LETTER

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

900002661819--0
-10/12/98--01114--020
*****122.50 *****78.75

SUBJECT: Proclaim International, 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

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JOHN M. BUERER
Name (Printed or typed)

159 NW 70TH ST 416
Address

BOCA RATON FL 33487
City, State & Zip

(561) 995-7351
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 PM 1:33

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

© 1998
OCT 13 1998



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 25, 1999

JOHN M. BUERER
159 NW 70 ST., #146
BOCA RATON, FL 33487

SUBJECT: PROCLAIM INTERNATIONAL, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT (P98000087529) corporation. Please be advised, we have corrected our records to reflect this corporation as a NONPROFIT corporation and assigned new document number N99000000444 with the original file date of October 12, 1998.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Sharon Davis
Document Specialist Supervisor
New Filings Section

Letter number: 299A00003301

**Articles of Incorporation
of
Proclaim International, Inc.**

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DIVISION OF CORPORATIONS
98 OCT 12 PM 1:33

The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1

The name of the corporation is PROCLAIM INTERNATIONAL, INC.

Article 2

The principle place of business and the mailing address of this corporation is 159 N. W. 70th Street # 416, Boca Raton, Florida, 33487, Palm Beach County.

Article 3

The corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, the proclamation of the Gospel of Jesus Christ in the United States and in any foreign country; the assistance of churches in fulfilling their part in the Great Commission; the assistance of individuals in becoming involved in career or short term Christian ministry opportunities; the provision of spiritual, material, physical, or any other kind of assistance to those who are in need; and any other lawful purpose or purposes not for profit and not specifically prohibited to nonprofit corporations under the laws of the state of Florida.

Article 4

The corporation shall not have members. All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation managed under the direction of, the Board of Directors. The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors.

Article 5

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 the tax-exempt purposes of the corporation set forth in Article 3.

Article 6

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Article 7

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, 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.

Article 8

The corporation shall have a racially nondiscriminatory policy and therefore shall not discriminate against employees, participants, and others on the basis of race, color, or national or ethnic origin.

Article 9

The street address of the initial registered office of the corporation is 159 N. W. 70th Street, #416, Boca Raton, Florida, 33487 and the name of the initial registered agent of the corporation at the initial registered office is John M. Buerer.

Article 10

The names and addresses of the initial directors of the corporation are:

John M. Buerer	159 N. W. 70th Street, #416, Boca Raton, Florida, 33487
Annabel M. Buerer	159 N. W. 70th Street, #416, Boca Raton, Florida, 33487
Carol Thompson	1730 S. W. 22nd Avenue, Fort Lauderdale, Florida, 33312
Terry Thompson	1730 S. W. 22nd Avenue, Fort Lauderdale, Florida, 33312

Article 11

The name of the incorporator of the corporation is John M. Buerer and the address of the incorporator is 159 N. W. 70th Street, #416, Boca Raton, Florida, 33487.

Article 12

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article 13

These Articles of Incorporation may be amended at a meeting of the Board of Directors called for that purpose, by a two-thirds (2/3) vote of the members of the Board of Directors.

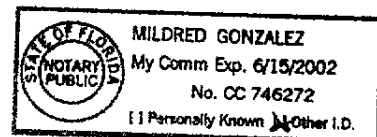
Article 14

The period of the duration of the corporation is perpetual unless dissolved according to law.

In Witness Whereof, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation this ninth day of October, 1998.

John M. Buerer
John M. Buerer, Incorporator

State of Florida
Oct. 9, 1998
Mildred Gonzalez



Fl. St. Stat.
§ 660-473-4F-303-D

Certificate of Designation Registered Agent/Registered Office

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

08 OCT 12 PM 1:33

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 AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **PROCLAIM INTERNATIONAL, INC.**
2. The name of the registered agent and office is: **JOHN M. BUERER**, and the address of the registered office is: **159 N. W. 70TH STREET, #416, BOCA RATON, FLORIDA, 33487.**

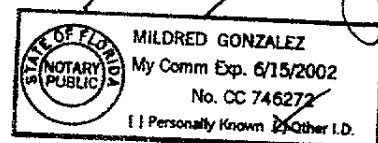
Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named 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.

October 9, 1998
Date

John M. Buerer
John M. Buerer, Registered Agent

State of Florida
Oct 9, 1998
Mildred Gonzalez



FL DR. Lic
B660-493-48-303-0