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Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

FAMILY RESCUE FOUNDATION, INC.

Certificate of Status	0
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B. McKnight

SEP 16 1999

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ARTICLES OF INCORPORATION
OF THE
FAMILY RESCUE FOUNDATION, INC.

The undersigned incorporator, RAMON DIAZ, being at least eighteen years of age, does hereby form this not for profit corporation under the general laws of the State of Florida.

FIRST

The name of this corporation, hereinafter referred to as the "Corporation", is FAMILY RESCUE FOUNDATION, INC.

SECOND

The duration of the corporation shall be perpetual.

THIRD

This corporation is organized as a not for profit and nonstock corporation and shall not be authorized to issue capital stock.

FOURTH

This corporation is formed to carry out religious, benevolent, charitable, literary and educational purposes, including but not limited to the following:

- (a) A pro-family organization providing educational, social, cultural, scientific and religious information and services;

This Document Prepared By:
DEAN F. DiBARTOLOMEO
Attorney at Law
8400 Bird Road
Miami, FL 33155
Florida Bar No. 289728

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- (b) Promote and defend traditional family values, matrimony and children in print, broadcast and other multi-media outlets;
- (c) Develop and advocate public policy awareness and initiatives to strengthen and fortify the traditional family and promote traditional values;
- (d) Establish and maintain an accurate source of statistical and scientific research information that reaffirms the importance of the traditional family in our civilization;
- (e) Inform and educate citizens on how they can promote biblical principles in our culture;
- (f) To engage in any and every activity or business as lawfully permitted to a nonprofit/nonstock corporation under the laws of the State of Florida and the laws of the United States of America.

FIFTH

This corporation shall have such powers as are necessary to achieve those purposes set forth in Article Fourth hereof, including but not limited to the following:

- (a) To enter into, execute and carry out contracts;
- (b) To own, purchase, sell, convey, transfer, exchange, lease, mortgage, pledge, encumber, and otherwise handle and deal in all property, real or personal.
- (c) To borrow or lend money, contract debts and issue bonds, notes, debentures or other instruments and secure the payment of and performance of its obligations by mortgage, pledge, deed of trust, or otherwise, or to issue the same unsecured;
- (d) To solicit and receive donations, property by devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise acquire and hold all property, real or personal, including shares of stock bonds and securities of other corporations;
- (e) To act as trustee under any trust, the objects of which are related to the principal objects of the Corporation, and to receive, hold, invest, administer and expend funds and property subject to such trust;

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- (f) To do all other acts necessary or expedient for the administration of the affairs of the Corporation and attainment of the purposes of the Corporation and as permitted under the laws of the State of Florida and of the United States of America.

SIXTH

Notwithstanding any other provision of these Articles:

- (a) The Corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by an organization whose income is exempt from taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of subsequent federal tax laws), or by an organization contributions to which are deductible under Section 170(c)(2) of such Code (or corresponding provisions of subsequent federal tax laws).
- (b) The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members, 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 purposes and objects as set forth in these Articles.
- (c) 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 any political campaign on behalf of any candidate for public office.

SEVENTH

Upon the liquidation, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all of the assets exclusively for religious, charitable or educational purposes to organizations which are then exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of subsequent federal tax laws) or by a corporation contributions to

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which are deductible under Section 170(c)(2) of such Code (or corresponding provisions of subsequent federal tax laws).

EIGHTH

In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code 1954, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4952 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code; shall not make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code; and shall not make any investments in such a manner as to subject it to tax under section 4944 of the Internal Revenue Code.

NINTH

Any person (and the heirs, Executors and Administrators of such person) made or threatened to be made party to any action, suit or proceeding by reason of the fact that he or she was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and reasonable expense, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such Director or Officer is liable for negligence

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or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

TENTH

The name and address of the incorporator is Ramon Diaz, whose street address is 7220 N.W. 36th Street, Suite #510, Miami, Florida 33166.

ELEVENTH

The initial street address of the principal office of the Corporation in Florida is 7220 N.W. 36th Street, Suite #510, Miami, Florida 33166.

TWELFTH

The name of the resident agent of this corporation is Ramon Diaz, who street address is 7220 N.W. 36th Street, Suite #510, Miami, Florida 33166.

THIRTEENTH

There shall be no less than three directors on the Board of Directors. The method of election of the Board of Directors shall be stated in the bylaws. The qualification for, manner of admission to and other matters pertaining to membership, if any, in this Corporation shall be set forth in the By-laws. The Corporation shall indemnify any officer or trustee, or any former officer or trustee, to the full extent permitted by law and as provided for in the By-laws.

FOURTEENTH

This Corporation reserves the right to amend, change or repeal

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any provisions contained in the Articles of Incorporation and any amendment thereto.

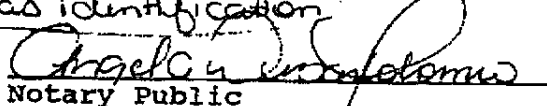
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 3rd day of September, 1999.


RAMON DIAZ, Incorporator
and Resident Agent

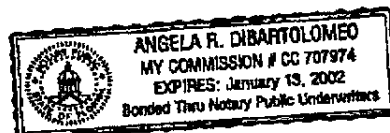
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

3rd The foregoing instrument was subscribed to before me on this day of September, 1999, by RAMON DIAZ, Incorporator and Resident Agent, who is personally known to me and who did take an oath.

Produced Fla DL as identification


Notary Public

My Commission Expires: 01/13/02



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

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

First - That FAMILY RESCUE FOUNDATION, INC.
(Name of Corporation)
desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Articles of
Incorporation, at City of Miami, County
of Miami-Dade, State of Florida
has named RAMON DIAZ located at 7220 N.W. 36th Street, Suite
#510 City of Miami, County of Dade, State of Florida,
as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at 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.

By: 

RAMON DIAZ

Registered Agent

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