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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

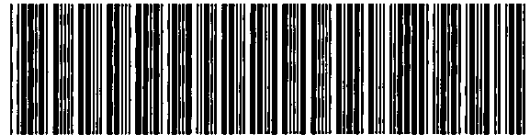
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

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06 DEC -1 PM 12:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 29, 2006

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

SUBJECT: New Life Counseling Services, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and two (2) copies of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee &
Certified Copy

\$87.50
Filing Fee,
Certified Copy,
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Raphael P. Vera
(Name)
13758 Kendale Lakes Dr.
(Address)
Miami, FL 33183
(City, State, Zip Code)
(305) 386-8908
(Daytime Telephone)

Note: Please provide the original and two (2) copies of the articles.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) the undersigned incorporators, for the purpose of forming a corporation under the state act, hereby adopt the following Articles of Incorporation.

ARTICLE I **NAME**

The name of the corporation shall be: New Life Counseling Services, Inc.

ARTICLE II **PRINCIPAL OFFICE**

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

| | | |
|---------------------------|-----------------|------------------------|
| <u>5870 SW 8th Street</u> | <u>Suite #3</u> | <u>Miami, FL 33143</u> |
| (address 1) | (address 2) | (City, State Zip Code) |

ARTICLE III **PURPOSE**

The purpose of New Life Counseling Services, Inc. is to perform any lawful business purpose authorized within the state of Florida.

ARTICLE IV **SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

ARTICLE V **INITIAL OFFICERS AND/OR DIRECTORS**

| | | | |
|------------------------|--------------------------------|------------------------|------------------|
| <u>Raphael P. Vera</u> | <u>13758 Kendale Lakes Dr.</u> | <u>Miami, FL 33183</u> | <u>President</u> |
| (Name) | (Address) | (City, State Zip Code) | (Title) |

| | | | |
|---------------------------|---------------------------|------------------------|------------------|
| <u>Yazmina C. Rosario</u> | <u>14695 SW 49 street</u> | <u>Miami, FL 33175</u> | <u>Treasurer</u> |
| (Name) | (Address) | (City, State Zip Code) | (Title) |

| | | | |
|-----------------------|---------------------------------------|------------------------|------------------|
| <u>Mayaly Alvarez</u> | <u>13617 SW 118th Path</u> | <u>Miami, FL 33186</u> | <u>Secretary</u> |
| (Name) | (Address) | (City, State Zip Code) | (Title) |

ARTICLE VI: **REGISTERED AGENT**

The name and Florida street address of the registered agent is:

| | | |
|--------------------------|---------------------------|------------------------|
| <u>Manuel J. Rosario</u> | <u>14695 SW 49 street</u> | <u>Miami, FL 33175</u> |
|--------------------------|---------------------------|------------------------|

ARTICLE VII: INCORPORATORS

The name and address for the incorporators of these articles are:

Yazmina C. Rosario 14695 SW 49 street Miami, FL 33175

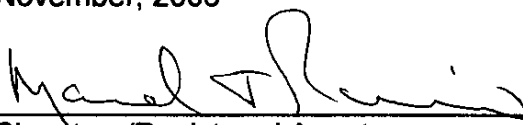
Raphael P. Vera 13758 Kendale Lakes Dr. Miami, FL 33183

ARTICLE VIII: DURATION

New Life Counseling Services, Inc. shall operate as a business in perpetual existence.

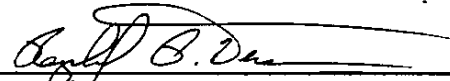
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

The undersigned incorporators have executed these Articles on this 29th day of November, 2006




Signature/Registered Agent
Manuel J. Rosario

11/29/06
Date



Signature/Incorporator
Raphael P. Vera

11/29/06
Date



Signature/Incorporator
Yazmina C. Rosario

11/29/06
Date

**Certificate of Designation of
Registered Agent/Registered Office**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

New Life Counseling Services, Inc.

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

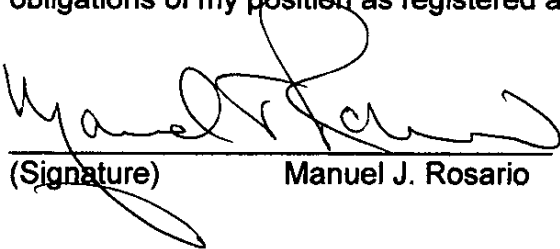
Manuel J. Rosario
(Name)

14695 SW 49 Street
(Address)

Miami, FL 33175
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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) Manuel J. Rosario

11/29/06
(Date)

Stock Subscription Agreement

FOR VALUE RECEIVED, the undersigned parties hereby agree to subscribe to the capital stock of a corporation to be formed in the state of FLORIDA for the purpose of performing any lawful business purpose authorized within the state of Florida and to be named New Life Counseling Services, Inc. The corporation will have an initial capital of \$450.00, with shares of Common Stock with a par value of \$15.00 per share. We agree to subscribe to the number of shares designated as follows and to pay cash or property as stipulated:


| Name | Number of Shares | Cash or Property |
|---------------------------|------------------|------------------|
| <u>Yazmina C. Rosario</u> | <u>10</u> | <u>\$150.00</u> |
| <u>Raphael P. Vera</u> | <u>10</u> | <u>\$150.00</u> |
| <u>Mayaly Alvarez</u> | <u>10</u> | <u>\$150.00</u> |

The payment for said shares shall be made within 30 days of the commencement of existence of the corporation.

This agreement shall be considered among the parties and shall additionally be enforceable by the corporation when formed.

IN WITNESS WHEREOF, the parties hereto have affixed their hands and seals on this the 29th day of November, 2006.

 (Seal)

 (Seal)

 (Seal)