

NO4000000167

LESLIE J. THOMPSON
15021 SW 153 Place
Miami FL 33196

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

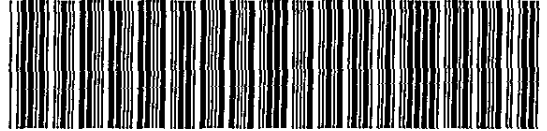
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EFFECTIVE DATE
12/21/03

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 DEC 24 PM 12: 58

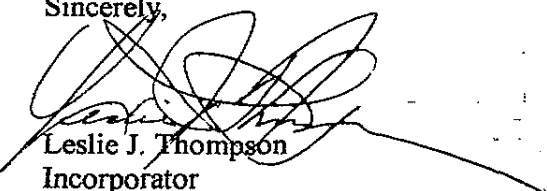
Handwritten initials/signature

December 23, 2003

Dear Sir or Madam:

Enclosed for filing is the Articles of Incorporation for Universidad FLET, Inc. A check for filing fees and one certified copy in the amount of \$78.75 is enclosed. Thank you for your consideration.

Sincerely,



Leslie J. Thompson
Incorporator

ARTICLES OF INCORPORATION
of
UNIVERSIDAD FLET, INC.
(A Florida not-for-profit corporation
established pursuant to Chapter 617, Florida Statutes)

EFFECTIVE DATE
12/22/03
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I
CORPORATE NAME

The name of the corporation shall be: **UNIVERSIDAD FLET, INC.**

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this corporation is:

14540 SW 136 Street, Suite 202
Miami, Florida, 33186

ARTICLE III
EFFECTIVE DATE AND DURATION

This corporation shall be effective from **DECEMBER 22, 2003**, and shall have perpetual existence.

ARTICLE IV
PURPOSES

The corporation is organized exclusively for religious, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law and such purposes shall include, but not be

limited to, the following:

Section 1.

General Purpose.

The purpose of the corporation shall be to provide academic, theological and biblical education for the Spanish speaking world by means of distance learning. Other languages may be added in the future, including English and Portuguese.

Section 2.

Specific Purposes.

The corporation has the following specific purposes and objectives:

1. Establish and maintain a college and graduate school, to prepare Hispanic pastors, deacons and lay Christian leaders seeking effective training for ministry.
2. Provide educational material and resources as part of its educational mandate.
3. Participate with mission agencies, national churches, corporations, firms and individuals in devising plans, programs and procedures for these purposes.
4. Solicit and raise funds necessary for the operation of such educational endeavors.
5. Develop and encourage a program to receive and utilize such moneys or other gifts as may be given to the corporation to carry out any of its purposes.
6. Operate only as a non-profit corporation, having no stockholders, in such manner as to qualify as an organization defined in Section 501(c)(3) of the Internal Revenue Code of 1954 as the same may be amended from time to time.

Notwithstanding any other provisions of these articles, this organization 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.

**ARTICLE V
MANNER OF ELECTION OF DIRECTORS**

The affairs of the Corporation shall be managed by the Directors of the Corporation. The manner of the election of Directors shall be as set forth in the By-Laws of the Corporation. The Board of Directors shall consist of not fewer than three (3) Members, and not more than a maximum number determined by the By-Laws of the Corporation.

**ARTICLE VI
INITIAL DIRECTORS**

The initial Directors of the Corporation who shall serve until the election and installation of their successors, and their addresses are:

Dr. Robert Beatty
10500 NW 21 Court
Sunrise FL 33322

Mr. Rankin Fowlkes
6623 Conifer Cove
Memphis TN 38120

Mrs. Barbara Huntley
18101 SW 83 Court
Miami FL 33157

Mr. Joseph Linn
20026 Shadow Creek Circle
Castro Valley CA 94552

Mr. Oscar Oglivie
3069 Paseo Granada
Pleasanton CA 94566

Mr. John Parker
3540 Mansions Parkway
Duluth GA 30096

Mr. Steven Slifko
9143 Coal Bank Road
Marshallville OH 44645

Mrs. Sylvia Slifko
9143 Coal Bank Road
Marshallville OH 44645

Rev. Leslie Thompson
15021 SW 153 Place
Miami FL 33196

ARTICLE VII
INITIAL OFFICERS OF THE BOARD OF DIRECTORS

The initial Officers of the Board of Directors who shall serve until the election and the installation of their successors, and their addresses are:

Joe Linn
20026 Shadow Creek Circle
Castro Valley CA 94552

Chairman

John Parker
3540 Mansions Parkway
Duluth GA 30096

Vice Chairman

Barbara Huntley
18101 SW 83 Court
Miami FL 33157

Secretary

The initial Officers of the Board of Directors of the Corporation shall have full power and authority to enter into such agreements and contracts, including agreements for the lease of real property, and to establish such banking and financial accounts as they deem necessary for the benefit of the Corporation.

ARTICLE VIII INITIAL OFFICERS OF THE CORPORATION

The initial Officers of the Corporation who shall serve until the election and the installation of their successors, and their addresses are:

Lawrence McCullough
9547 SW 148 Avenue Circle N
Miami FL 33196

President

The initial Officers of the Corporation shall have full power and authority to enter into such agreements and contracts, including agreements for the lease of real property, and to establish such banking and financial accounts as they deem necessary for the benefit of the Corporation.

**ARTICLE IX
RESTRICTIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Trustees, 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 purposes set forth in ARTICLE IV hereof. The Corporation shall not have capital stock or shareholders.

**ARTICLE X
DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors shall pay or make provision for the payment of all of the liabilities of the corporation, and shall thereafter dispose of all of the assets of the Corporation exclusively for the express purposes stated in ARTICLE IV hereof in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding section of any future United States Internal Revenue Law, as the Board of Directors shall determine.

**ARTICLE XI
INITIAL REGISTERED OFFICE AND AGENT**

The initial Registered Office of the Corporation shall be:

14540 SW 136 Street
Miami, Florida 33186

And the initial Registered Agent of the Corporation at that address shall be: Mercedes Andrade.


**ARTICLE XII
INCORPORATOR**

The name and address of the Incorporator who is a citizen of the United States are:

LESLIE J. THOMPSON
15021 SW 153 Place
Miami FL 33196

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 DEC 24 PM 12:58

IN WITNESS WHEREOF, the undersigned, as Incorporator, does hereby execute these Articles of Incorporation this twenty-second (22) day of DECEMBER, 2003.

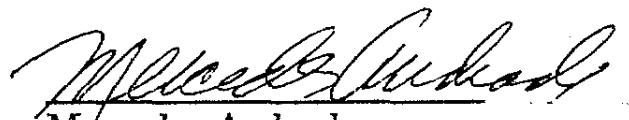


LESLIE J. THOMPSON, Incorporator

RESIDENT AGENT CERTIFICATE

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 related to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Mercedes Andrade
14540 SW 136 Street
Miami FL 33186
Resident Agent


Mercedes Andrade,
Resident Agent