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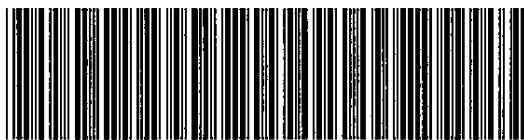
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EP 1/22/08

COVER LETTER

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

SUBJECT: NONPROFIT ARTICLES OF INCORPORATION
(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 of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JEHOVAH PRAISE AND WORSHIP CENTER, INC
Name (Printed or typed)

2700 S. OAKLAND FOREST DRIVE, UNIT 107
Address

FT. LAUDERDALE, FL 33309
City, State & Zip

954-486-4045 OR 954-205-1909
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
JEHOVAH PRAISE AND WORSHIP CENTER, INC.**

(A Florida Corporation Not for Profit)

The undersigned acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes adopts the following Articles of Incorporation of such corporation:

ARTICLE I

CORPORATE NAME

The name of the corporation shall be:

JEHOVAH PRAISE AND WORSHIP CENTER, INC.

ARTICLE II

DURATION

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III

CORPORATE PURPOSES

1. The purposes for which the Corporation is organized and operated are exclusively religious, charitable, and educational within the meaning of Section 501(c)3 of the Internal Revenue Code of 1986, or a corresponding provision of any future United States Internal Revenue law. Such purposes of the Corporation shall include the following:

(a) To own, maintain, and operate a church founded in religious principles, and to provide through such an institution, the opportunity for members to develop and grow in relationship with Christ through sound biblical teachings and application of faith in the Word of God.

(b) To make a difference in the lives of individuals and families by offering programs and services for individuals released from prison, the homeless, single moms, etc. and let them know there is help.

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- (c) To preach, teach, and proclaim the Word of God, to profess the Holy Scriptures, to observe holy ordinances and perform sacerdotal functions as set forth in the Word of God.
 - (d) To provide for the development of youth through academic and social enrichment.
 - (e) To train, equip, and motivate individuals to reach their potential.
 - (f) To establish and engage in any other ministries and/or outreach activities that the church may decide to pursue in obedience to the will of God.
2. As a means of accomplishing the above purposes and methods, and in compliance with the Florida nonprofit law, the Corporation shall have the following powers:
- (a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.
 - (b) To raise and assist in raising funds for the purposes herein set forth, to accept property and donations in trust for religious purposes.
 - (c) To sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law.
 - (d) To borrow money, and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the Corporation for monies borrowed or in payment for property acquired, or for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights for privileges of the Corporation, wherever situated, whether now owned or hereafter to be acquired.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The street address and mailing address of the principal office and registered office of the Corporation is:

**2700 S. Oakland Forest Drive Unit 107
Ft. Lauderdale, FL 33309**

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08 JAN 18 PM 2:43

The name of the registered agent at such address is: Pastor Dennis B. Smith.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction, of a Board of Directors that currently consists of seven (7) directors. The number of directors may be increased or decreased from time to time by a majority of the directors, but at no time shall there be fewer than three (3) directors of the Corporation.

ARTICLE VI

BOARD OF DIRECTORS

The manner in which the directors of the Corporation shall be elected or appointed shall be governed by the provisions of the Bylaws of the Corporation. The names and mailing addresses of the current directors of the Corporation are:

Pastor Dennis B. Smith (P/D)
2700 Oakland Forest Drive Unit 107
Ft. Lauderdale, FL 33309

Pastor Zellia Smith (VP/D)
2700 Oakland Forest Drive Unit 107
Ft. Lauderdale, FL 33309

Tonya Smith (SEC/D)
1514 NW 3rd Street
Ft. Lauderdale, FL 33311

Yeanetta Rivers (D)
291 NE 158th Street
Miami, FL 33162

Shelton Freacher (D)
1644 NW 52nd Avenue
Lauderhill, FL 33313

Delia E. Padilla (D)
7335 NW 75th Street
Tamarac, FL 33321

Terry Rattray (D)
1514 NW 3rd Street
Ft. Lauderdale, FL 33311

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08 JAN 18 PM 2:43

ARTICLE VII
CORPORATE NATURE

The Corporation is organized under a non-stock basis.

ARTICLE VIII
MEMBERS

The membership of the Corporation shall be two (2) classes of membership: members of the congregation (nonvoting) and Board of Directors members (voting).

ARTICLE IX
AMENDMENTS

Amendments to these Articles of Incorporation may be adopted by a two-thirds (2/3) majority vote of the Board of Directors in the manner set forth in the Bylaws of this Corporation.

ARTICLE X

The name and address of the Incorporator is:

Pastor Dennis B. Smith
2700 S. Oakland Forest Driver Unit 107
Ft. Lauderdale, FL 33309

ARTICLE XI
DISSOLUTION

In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the Corporation shall go and be distributed to a nonprofit corporation qualifying as an organization exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, and as an organization qualifying as a public charity under the provisions of Section 509(a)(1) or 509(a)(2) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the Directors of the Corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed or contributed by such Directors, for any other such purposes. Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the

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Corporation is then located, exclusively for such purposes, or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

MISCELLANEOUS

(a) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on:

(1) by a corporation 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,

(2) by a corporation, contributions to which are deductible under Section 179(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law.)

Dated this 12th day of January 2008.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation of JEHOVAH PRAISE AND WORSHIP CENTER, INC.

Dennis B Smith
Pastor Dennis B. Smith

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STATE OF FLORIDA

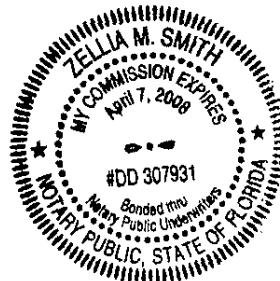
COUNTY OF BROWARD

I hereby certify that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared DENNIS B. SMITH, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

Witness my hand and official seal in the County and State aforesaid this 12 day of January 2008.

Zellia M. Smith
Notary Public
My Commission Expires: 4/7/08

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE



Pursuant to the provisions of Section 607.325, 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:

JEHOVAH PRAISE AND WORSHIP CENTER, INC.

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

**Pastor Dennis B. Smith
2700 S. Oakland Forest Driver Unit 107
Ft. Lauderdale, FL 33309**

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations set forth in Section 607.325, Florida Statutes.

Dennis B Smith
Pastor Dennis B. Smith

Date: January 12, 2008