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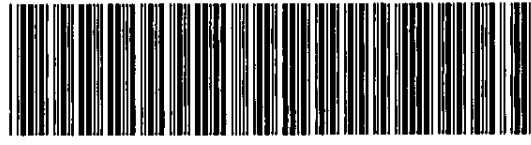
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DIVISION OF CORPORATIONS
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COVER LETTER

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

SUBJECT: KINGDOM WAY MINISTRIES, 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 of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: CLOTILLA BROOKS
Name (Printed or typed)

4113 HEATH CIRCLE SOUTH
Address

WEST PALM BEACH, FL 33407
City, State & Zip

561-312-8844
Daytime Telephone number

cbrooks414@aol.com
E-mail address: (to be used for future annual report notification)

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

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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, Florida Statutes, (Not for Profit)

KINGDOM WAY MINISTRIES, INC.

ARTICLE I – NAME AND PRINCIPAL OFFICE

- 1.1 The name of the corporation shall be Kingdom Way Ministries, Inc.
- 1.2 The Principal office of the corporation shall be located at: 4113 Heath Circle South, West Palm Beach, FL 33407.
- 1.3 The mailing address shall be: P.O. Box 1802, West Palm Beach, FL 33402.

ARTICLE II – PURPOSE AND STRUCTURE OF MINISTRY

- 2.1 Purpose. The specific purpose for which the corporation is initially organized is to establish and oversee places of worship, conduct the work of evangelism worldwide, obey God, create departments necessary to support missionary activities, to license, ordain and oversee ministers of the gospel, expand the Kingdom and enhance lives. To also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes with the meaning of Section 501(c)(3), Internal Revenue Code.
 - 2.1.1 Civil Structure. The civil officers of the corporation will be a President, Secretary, Treasurer, and such other offices as the corporation shall establish.
 - 2.1.2 The President shall be the Pastor and shall preside at all meetings and shall make an annual report to the status and condition of the corporation to the Board of Directors. The President shall sign all certificates, contracts, deeds and other instruments of the corporation. During the absence or disability of the President, the designated officer shall exercise all the powers and discharge all the duties of the President.
 - 2.1.3 The Secretary shall keep the minutes of all meetings: shall have charge of the seal and corporate books and shall make such reports and reform such duties as are required of him or her by the corporation, and shall sign all certificates, contracts, deeds and other instruments of the corporation.
 - 2.1.4 The Treasurer shall have custody of all monies and securities of the corporation and shall keep regular books of account. He/she shall disburse the funds of the corporation in payment of the just demands against the corporation or as may be required of him/her and he/she shall make an accounting of all his transactions as Treasurer and of the financial condition of the corporation.
 - 2.1.5 The officers of the corporation shall hold offices until their successors are duly elected and qualified.
 - 2.1.6 The Board of Directors shall meet at least once each year, either in person or electronically, but special meetings may be called if and when the same may become necessary.

- 2.2 Manner of Election. Directors shall be appointed by the manner set forth in the By-Laws. Directors may be removed and the vacancies shall be filled in the manner provided by the By-Laws.

ARTICLE III – INITIAL OFFICERS AND/OR DIRECTORS

- 3.1 The Board of Directors shall be at least four (4) in number and shall have the power to exercise all powers necessary for the operation of the Ministry, expressed or implied, which shall be necessary and proper to carry out all the executive functions, and all other powers both civil and ecclesiastical as it may determine.
- 3.1.1 The members of the Board of Directors shall be elected for a term of four (4) years. The Terms shall be computed from the day of their election and each member may hold office until such time as an election can be executed by the members.
- 3.1.2 In the event of vacancy in the Board of Directors occurs, remaining members of the Board of Directors shall fill such vacancy by a majority vote at a duly held meeting until the successor has been duly elected and qualified.
- 3.2 The Pastor. The Pastor may be the President and may be appointed by the Board of Directors, which shall authorize the Pastor and any other officers, or agents of the Ministry, or any other officer so authorized by the By-Laws, to enter into any contract or execute and deliver any instrument in the name of or on behalf of the Ministry, and such authority may be general or may be confined to specific incidence.
- 3.3 The Secretary. The Secretary shall be elected by the Board of Directors or appointed by the President.
- 3.3.1 The Secretary shall keep minutes of the proceedings of its members, Board of Directors, committees, councils and other Boards or tribunals authorized by the Board of Directors and these records shall be kept at the principal office of the Ministry.
- 3.4 The Treasurer. The Treasurer shall be elected by the Board of Directors or appointed by the President. The Treasurer shall be the treasurer of the Ministry, and shall have custody of all monies and securities of the Ministry and shall make an accounting of all the Ministry transactions.
- 3.4.1 All checks, drafts or orders for the payment of money, notes, evidence of indebtedness issued in the name of the corporation shall be signed by the Pastor or other officers or agents of the corporation, in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such direction from the Board of Directors the Pastor may sign on behalf of the Ministry.
- 3.4.2 All funds of the Ministry shall be deposited as required to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors or the Pastor may elect.
- 3.4.3 The Board of Directors or the Pastor may accept on behalf of the Ministry any contributions, donations, gifts, including real property, bequest or devise for any purpose of the Ministry.
- 3.4.4 The Treasurer shall keep correct and complete financial records of all Ministry account(s). All books and records of the Ministry may be inspected by any member, or agent, for any purpose at any reasonable time.

3.4.5 The treasurer shall be authorized to appoint persons to assist the Treasurer in carrying out the duties and functions of the Treasurer's Office.

3.5 Initial Officers and/or Directors. The following shall serve as initial officers and directors of this corporation and include:

Name/Title: Daniel Brooks, President and Senior Pastor
4113 Heath Circle South, West Palm Beach, FL 33407

Name/Title: Kirk Darby, Secretary
115 Hemingway Court, Royal Palm Beach, FL 33411

Name/Title: Ronald Bunch, Treasurer
5277 Victoria Circle, West Palm Beach, FL 33409

Name/Title: Lindy Cantero, Board Member
3838 Saranac Avenue, West Palm Beach, FL 33409

Name/Title: Ramon Gordon, Board Member
1165 Golden Lakes Drive, #1214, Royal Palm Beach, FL 33411

Name/Title: Jane P. Williams, Board Member
931 - 33rd Street, West Palm Beach, FL 33407

Name/Title: Estelle Barrau, Board Member
1001 - 36th Street, #H25, West Palm Beach, FL 33407

ARTICLE IV - MEETINGS

4.1 The annual meeting of the Ministry shall be held in the month of December of each year. At that meeting Directors shall be nominated and elected to office as appropriate.

4.2 Special Meetings may be called by the Board of Directors or the Pastor as they in their discretion deem necessary. Notices for the calling of such special meetings shall be given to all members in writing with at least 3 days prior written notice.

ARTICLE V - REGISTERED AGENT

5.1 The name and address of the Initial Registered Agent of the corporation is as follows:

Name/Address: Clotilla Brooks
4113 Heath Circle South, West Palm Beach, FL 33407

ARTICLE VI - INCORPORATOR

6.1 The name and address of the Incorporator is:

Name/Title: Daniel Brooks, President and Senior Pastor
4113 Heath Circle South, West Palm Beach, FL 33407

ARTICLE VII – TERM AND DISSOLUTION

- 7.1 The date of commencement of corporate existence shall be when these articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual. In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code, or corresponding Sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

ARTICLE VIII – NON-PROFIT ORGANIZATION

- 8.1 No part of the net earnings of the corporation shall ever 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 purposes set forth in Article 2. 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 any candidate for public office.
- 8.1.1 Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on:
- (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law; or
 - (b) by a corporation, contribution to which are deductible under Section 170(c) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Laws.

ARTICLE IX – BY-LAWS

- 9.1 The first by-laws of the corporation shall be adopted by the Board of Directors and may be amended altered or rescinded by the Board of Directors in the manner provide by such by-laws.

ARTICLE X – AMENDMENTS TO ARTICLES OF INCORPORATION

- 10.1 These articles of incorporation shall be amended in the manner provided by statute or in the following manner: Every amendment shall be approved by the Board of Directors.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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I, THE UNDERSIGNED INCORPORATOR, for the purposes of becoming a corporation not-for-profit under the provisions of the laws of Florida, do make and affix my signature to acknowledge and file in the office of the Secretary of State these Articles of Incorporation.

DANIEL BROOKS

Printed Name of Incorporator

Daniel Brooks 2/6/12

Signature of Incorporator

Date

Having been named as Registered Agent to accept service of process for the above state 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.

CLOTILLA BROOKS

Printed Name of Registered Agent

Clotilla Brooks 2/6/2012

Signature of Registered Agent

Date