

# N96000002589

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*2H 11/15/76*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<u>3/15</u>	_____	_____
TIME	<u>9:30</u>	_____	CK No. _____
BY	<u>27</u>	_____	_____

WALK-IN  
 Will Pick Up \_\_\_\_\_

RE: Assembly of the Vertical  
The Seventh Meeting MAY 15 AM 11:51

RECEIVED BY STATE  
 TALLAHASSEE, FLORIDA

Capital Express™	_____	_____
Art. of Inc. File	_____	_____
Corp. Record Search	_____	_____
Ltd. Partnership File	_____	_____
Foreign Corp. File	_____	_____
( ) Cert. Copy(s)	_____	_____
Art. of Amend. File	_____	_____
Dissolution/Withdrawal	_____	_____
C U S-	_____	_____
Fictitious Name File	_____	_____
Name Reservation	_____	_____
Annual Report/Reinstatement	_____	_____
Reg. Agent Service	_____	_____
Document Filing	_____	_____
Corporate Kit	_____	_____
Vehicle Search	_____	_____
Driving Record	_____	_____
Document Retrieval	_____	_____
UCC 1 or 3 File	_____	_____
UCC 11 Search	_____	_____
UCC 11 Retrieval	_____	_____
File No.'s, _____ Copies	_____	_____
Courier Service	_____	_____
Shipping/Handling	_____	_____
Phone ( )	_____	_____
Top Priority	_____	_____
Express Mail Prep.	_____	_____
FAX ( ) pgs.	_____	_____

SUBTOTALS \_\_\_\_\_

FEE.....	\$ 21.00
DISBURSED.....	\$ 0.00
SURCHARGE.....	\$ 0.00
TAX on corporate supplies.....	\$ 0.00
SUBTOTAL.....	\$ 21.00
PREPAID.....	\$ 0.00
BALANCE DUE.....	\$ 21.00
_____	\$ 0.00

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

FILED  
MAY 15 AM 11:51  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ASSEMBLY OF THE VOICE OF THE SEVENTH ANGEL, INC.  
A FLORIDA NONPROFIT CORPORATION

ARTICLE I. CORPORATE NAME

The name of this not-for-profit corporation is Assembly of The Voice of the Seventh Angel, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this not-for-profit corporation is 1050 Federal Highway, Boynton Beach, FL 33435.

ARTICLE III. PURPOSES.

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this corporation is religious, and

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations;

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE IV. NONSTOCK BASIS.

The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is Fenol Francois, 120 S. Atlantic Drive East, Boynton Beach, FL 33435.

ARTICLE VI. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are:

1. Rev. Lionel Raymond, 739 West Jasmine Drive, Lake Park, FL 33403.
2. Fenol Francois of 120 S. Atlantic Drive East, Boynton Beach, FL 33435
3. Wilner Clerge of 233 S.E. 26th Avenue, Boynton Beach, FL 33435.
4. Gene Francois Saget of 826 S. End St. Lake Worth, FL 33460.

## ARTICLE VII DURATION OF EXISTENCE

This corporation is to exist perpetually

## ARTICLE VIII PROVISIONS GOVERNING DIRECTORS

### A ELECTION

The Board of Directors, which shall always have a minimum of three members, shall be elected as provided in the corporation's by-laws.

### B. INDEMNIFICATION

To induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who shall serve at any time as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter taken or omitted any legal action as director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any finding or judgment of gross negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case though not specifically provided for herein.

### C. CONFLICT OF INTEREST

No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association, or other entity in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose if:

1. The fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or
2. Such common directorship, officership or financial interest is disclosed or known to the members entitled to vote thereon, and such contract or transaction is approved by vote of the members; or
3. The contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the members.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

D. INFORMAL ACTION

Members of the board of directors may participate in special, regular or annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law. Furthermore, if the required majority of the directors or members severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors or members.

ARTICLE IX. PROVISIONS GOVERNING MEMBERS

A. MEMBERS

The names and street addresses of the initial Voting Members are:

1. The Rev. Lionel Raymond, 739 West Jasmine Drive, Lake Park, FL 33403.
2. Fenol Francois of 120 S. Atlantic Drive East, Boynton Beach, FL 33435.
3. Wilner Clerge of 233 S.E. 26th Avenue, Boynton Beach, FL 33435.
4. Gene Francois Saget of 826 S. End St. Lake Worth, FL 33460.

B. AMENDMENT OF THE ARTICLES OF INCORPORATION

The power to adopt, alter, amend or repeal the Articles of Incorporation shall be vested in the members by a majority vote.

C. RESTRICTIONS ON THE AUTHORITY TO MORTGAGE, MERGE, DISSOLVE OR SELL THE CORPORATION.

The affirmative vote of two-thirds of the members of this corporation who are entitled to vote thereon shall be required to authorize a merger, dissolution, bulk sale or mortgage of the corporate assets.

ARTICLE X. OFFICERS

The officers of this corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided by the By-laws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-laws. The name and address of each initial officer of this corporation is as follows:

President: The Rev. Lionel Raymond, 739 West Jasmine Drive, Lake Park, FL 33403.  
Secretary: Wilner Clerge of 233 S.E. 26th Avenue, Boynton Beach, FL 33435.  
Treasurer: Gene Francois Saget of 826 S. End St. Lake Worth, FL 33460.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14 day of May, 1996.

Signature of an Incorporator

Signature of Registered Agent

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

SS

BEFORE ME, the undersigned authority, personally appeared Mr. Fenol Francois, who is personally known to me or who has produced his Florida Driver's License as identification, and who has acknowledged to and before me that he executed the foregoing instrument.

IN WITNESS WHEREOF, I have set my hand and seal this 14<sup>th</sup> day of May, 1996.



SUSAN M. NUNGESSE  
My Commission CC411730  
Expires Oct. 05, 1998  
Bonded by FIAI  
800-422-1885

Susan M. Nungesser [SEAL]  
Notary Public, State of Florida at Large

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

FILED

26 MAY 15 AM 11:51

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent indicated below as its agent in the State of Florida.

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

- 1 The name of the corporation is the Assembly of the Voice of the Seventh Angel, Inc., a Florida nonprofit corporation.
- 2 The name of the registered agent is Fenol Francois.
- 3 The address of the registered agent/registered office is 120 South Atlantic Dr. East, Boynton Beach, FL 33435.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

By:   
Fenol Francois  
Registered Agent

Date: May 14<sup>th</sup> 1996

# N96000002589

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-542-8062

FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*Per phone call:  
Officers are directors  
Adopted by  
Directors.*

RE: Assembly of the Voice  
of the Seventh Angel,  
Inc

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. Filing		
Corp. Record Search		
Ltd. Partnership Filing		
Foreign Corp. Filing		
( ) Cert. Copy(s)		
Art. of Amend. Filing		
Dissolution/Withdrawal		
C U B.		
Fictitious Name Filing		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Filing		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
SUBTOTALS		

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY	<u>AAAP</u>		

WALK-IN Will Pick Up 1-6 430

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
<b>N. HENDRICKS JAN - 8 1997</b>	

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 7, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: ASSEMBLY OF THE VOICE OF THE SEVENTH ANGEL, INC.  
Ref. Number: N96000002589

We have received your document for ASSEMBLY OF THE VOICE OF THE SEVENTH ANGEL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Restated Articles of Incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks  
Corporate Specialist

Letter Number: 597A00000639



RESTATED ARTICLES OF INCORPORATION OF

ASSEMBLY OF THE VOICE OF THE SEVENTH ANGEL, INC.

A FLORIDA NONPROFIT CORPORATION

The date of adoption of the amendment is January 5, 1997 and the number of votes cast was sufficient for approval by the directors.

ARTICLE I. CORPORATE NAME.

The name of this not-for-profit corporation is Assembly of The Voice of the Seventh Angel, Inc..

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this not-for-profit corporation is 1550 Federal Highway, Boynton Beach, FL 33435.

ARTICLE III. PURPOSES.

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

ARTICLE IV. NONSTOCK BASIS.

The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is Fenol Francois, 120 S. Atlantic Drive East, Boynton Beach, FL 33435.

#### ARTICLE VI. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are:

- 1 Rev. Lionel Raymond, 739 West Jasmine Drive, Lake Park, FL 33403.
- 2 Fenol Francois of 120 S. Atlantic Drive East, Boynton Beach, FL 33435.
- 3 Wilner Clerge of 233 S.E. 26th Avenue, Boynton Beach, FL 33435.
- 4 Jean Francois Sngot of 826 S. End St. Lake Worth, FL 33460.

#### ARTICLE VII. DURATION OF EXISTENCE.

This corporation is to exist perpetually.

#### ARTICLE VIII. PROVISIONS GOVERNING DIRECTORS.

##### A. ELECTION

The Board of Directors, which shall always have a minimum of three members, shall be elected as provided in the corporation's by-laws.

##### B. INDEMNIFICATION

To induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who shall serve at any time as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter taken or omitted any legal action as director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any finding or judgment of gross negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case though not specifically provided for herein.

##### C. CONFLICT OF INTEREST

No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association, or other entity in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose if:

1. The fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or
2. Such common directorship, officership or financial interest is disclosed or known to the members entitled to vote thereon, and such contract or transaction is approved by vote of the members; or

- 3 The contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the members

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

#### D INFORMAL ACTION

Members of the board of directors may participate in special, regular or annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law. Furthermore, if the required majority of the directors or members severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors or members.

### ARTICLE IX PROVISIONS GOVERNING MEMBERS

#### A MEMBERS

The names and street addresses of the Voting Members are:

1. The Rev. Lionel Raymond, 739 West Jasmine Drive, Lake Park, FL 33403.
2. Fenol Francois of 120 S. Atlantic Drive East, Boynton Beach, FL 33435.
3. Wilner Clerge of 233 S.E. 26th Avenue, Boynton Beach, FL 33435.
4. Jean Francois Saget of 826 S. End St. Lake Worth, FL 33460.

#### B AMENDMENT OF THE ARTICLES OF INCORPORATION

The power to adopt, alter, amend or repeal the Articles of Incorporation shall be vested in the members by a majority vote.

#### C RESTRICTIONS ON THE AUTHORITY TO MORTGAGE, MERGE, DISSOLVE OR SELL THE CORPORATION.

The affirmative vote of two-thirds of the members of this corporation who are entitled to vote thereon shall be required to authorize a merger, dissolution, bulk sale or mortgage of the corporate assets.

### ARTICLE X. OFFICERS /DIRECTORS

The officers of this corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided by the By-laws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-laws. The name and address of each initial officer of this corporation is as follows:

President: The Rev. Lionel Raymond, 739 West Jasmine Drive, Lake Park, FL 33403.  
Secretary: Wilner Clerge of 233 S.E. 26th Avenue, Boynton Beach, FL 33435.  
Treasurer: Jean Francois Saget of 826 S. End St. Lake Worth, FL 33460.

THE OFFICERS ARE THE BOARD OF DIRECTORS.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 2nd day of January, 1997.

  
Signature of an Incorporator

  
Signature of Registered Agent

STATE OF FLORIDA            )  
                                  )       SS  
COUNTY OF PALM BEACH    )

BEFORE ME, the undersigned authority, personally appeared Mr. Fenol Francois, who is personally known to me or who has produced his Florida Driver's License as identification, and who has acknowledged to and before me that he executed the foregoing instrument.

IN WITNESS WHEREOF, I have set my hand and seal this 2nd day of January, 1997.

Susan M. Nunge [SEAL]  
Notary Public, State of Florida in Large



SUSAN M NUNGE  
My Commission CC411730  
Expires Oct. 05, 1998  
Bonded by FIAI  
800-422-1655