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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
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NAME: THE NEW JERUSALEM PRAYER MINISTRY, INC.  
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

THE NEW JERUSALEM PRAYER MINISTRY, INC.

WE, THE UNDERSIGNED, DESIRING TO FORM A NON-PROFIT CORPORATION PURSUANT TO CHAPTER 617 OF THE FLORIDA STATUTES, DO HEREBY MAKE, SUBSCRIBE AND ACKNOWLEDGE THESE ARTICLES OF INCORPORATION, AS FOLLOWS:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE: THE NEW JERUSALEM PRAYER MINISTRY, INC.

ARTICLE II

THE PRINCIPLE OFFICE OF THE CORPORATION IS TO BE LOCATED IN MIAMI, FLORIDA IN DADE COUNTY AT: 15485 SW 288TH STREET, C303, MIAMI, FL. 33033.

ARTICLE III

THE PURPOSE FOR WHICH THE CORPORATION IS FORMED ARE FOR CHARITABLE PURPOSES WITHIN THE MEANING OF SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE. THE CORPORATION WILL PROMOTE AND PROVIDE A COMPREHENSIVE CONTINUUM OF CARE SYSTEM TO ADDRESS HOMELESSNESS, VERY LOW-INCOME INDIVIDUALS AND FAMILIES, INCLUDING PERSONS WITH DISABILITIES AND SPECIAL NEEDS, AND HELP TO UNITE PEOPLE OF ALL NATIONALITIES THROUGH PRAYER AND INTERCESSION. THE SYSTEM OF CARE SHALL INCLUDE 1) ON SITE FOOD AND CLOTHING BANK. 2) HOUSING FOR YOUNG WOMEN.

- 3) FACILITATE AN OUTREACH RESOURCE PROGRAM.
- 4) PROMOTE THE DEVELOPMENT OF A JOB AWARENESS AND REFERRAL PROGRAM.

PREPARED BY: ANTHONY BERNARD  
16201 SW 95 AVENUE, SUITE 109  
MIAMI, FL. 33157  
(305)251-4591

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ARTICLE IV

THE POLICIES AND ACTIVITIES OF THE CORPORATION SHALL BE GOVERNED BY A BOARD OF DIRECTORS. THE DIRECTORS SHALL BE ELECTED IN SUCH A MANNER AS SET FORTH IN THE BY-LAWS OF THE CORPORATION. THE NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION UNTIL THE FIRST ELECTION ARE AS FOLLOWS:

EUGENE THOMPSON II 15485 SW 298TH STREET, MIAMI, FL. 33033  
RUDOLPH CLAYTON 13851 SW 282ND STREET, HOMESTEAD, FL. 33033  
DENISE BROOKS 5421 SW 22ND STREET, HOLLYWOOD, FL. 33023  
MELODY PETERSON 213552 SW 112 AVENUE, MIAMI, FL. 33189. 33157

ARTICLE V

THE CORPORATION SHALL BE GOVERNED BY A PRESIDENT (CEO), VICE PRESIDENT, TREASURER, AND SECRETARY, ALONG WITH A REGISTERED AGENT. THE PRESIDENT AND CHIEF EXECUTIVE OFFICER SHALL BE HIRED TO MANAGE THE IMPLEMENTATION OF THE DIRECTIVES SET FORTH BY THE BOARD OF DIRECTORS.

THE OFFICERS OF THE CORPORATION WILL BE ELECTED BY THE BOARD OF DIRECTORS AT LEAST ANNUALLY OR AT SUCH TIMES AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS AND THE BY-LAWS OF THE CORPORATION. THE OFFICERS WHO SHALL SERVE UNTIL THE FIRST ELECTION OR APPOINTED ARE AS FOLLOWS:

EUGENE THOMPSON  
RUDOLPH CLAYTON  
MELODY PETERSON  
DENISE BROOKS

PRESIDENT/C.E.O.  
VICE PRESIDENT  
TREASURER  
SECRETARY

ARTICLE VI

THESE ARTICLES OF INCORPORATION AND THE BY-LAWS OF THE CORPORATION MAY BE AMENDED ANY TIME BY NOT LESS THAN TWO-THIRDS OF THE ENTIRE BOARD OF DIRECTORS. SUCH AMENDMENTS TO THESE ARTICLES OF INCORPORATION OR BY-LAWS OF THE CORPORATION MAY BE PROPOSED BY ANY OFFICER OR ANY BOARD MEMBER OF THE CORPORATION.

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**ARTICLE VII**

NOTHING HEREIN SHALL AUTHORIZE THE CORPORATION, DIRECTLY OR INDIRECTLY, TO ENGAGE IN OR INCLUDE AMONG ITS PURPOSES OR ACTIVITIES ANY PURPOSE OR ACTIVITY PROHIBITED UNDER CHAPTER 617 OF THE FLORIDA STATUTES OR CONTRARY TO THE PROVISIONS OF SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE OF 1954 ( OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW).

**ARTICLE VIII**

NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL 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 III HEREOF.

NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE 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 OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE.

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 SECTION OF ANY FUTURE FEDERAL TAX CODE.

**ARTICLE IX - INITIAL REGISTERED OFFICE & AGENT**

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

NAME ANTHONY BERNARD  
ADDRESS 16201 SW 95 AVENUE, SUITE 109,  
CITY MIAMI STATE FLORIDA ZIP 33157

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ARTICLE - X

UPON THE DISSOLUTION OF THE CORPORATION, ASSETS SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501 (C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, FOR A PUBLIC PURPOSE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY A COURT OF COMPETENT JURISDICTION OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE 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.

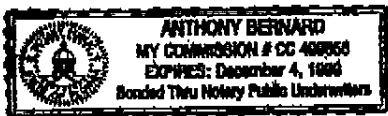
IN WITNESS WHEREOF, I HAVE HERE UNTO SUBSCRIBED HIS/HER NAME(S) THIS 20 DAY OF May 1998.

*Eugene Thompson Sr II* (SEAL)  
EUGENE THOMPSON - PRESIDENT & CEO 15485 SW 288TH STREET, C 303, MIAMI, FL. 33033

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED AUTHORITY, EUGENE THOMPSON, TO ME WELL KNOWN AND BY ME KNOWN TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING CERTIFICATE OF INCORPORATION OF THE NEW JERUSALEM PRAYER MINISTRY, INC., AND HE ACKNOWLEDGED TO ME THAT HE EXECUTED THE SAME FOR THE PURPOSES THEREIN SET FORTH.

IN WITNESS THEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED BY OFFICIAL SEAL AT MIAMI, IN DADE COUNTY, FLORIDA, THIS 20 DAY OF May 1998.

MY COMMISSION EXPIRES: 12/4/99



*Anthony Bernard*  
ANTHONY BERNARD, P.A. NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

PREPARED BY: ANTHONY BERNARD  
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**CERTIFICATE OF REGISTERED AGENT**

PURSUANT TO THE PROVISION OF SEC. 607.0501 OR 617.0501, FLORIDA STATUE, THE UNDERSIGN CORPORATION ORGANIZE UNDER THE LAW OF THE STATE OF FLORIDA , SUBMITTED THE FOLLOWING STATEMENT IN DESIGNATION THE REGISTERED OFFICE\REGISTERED AGENT IN THE STATE OF FLORIDA; THE NAME OF THE CORPORATION IS: THE NEW JERUSALEM PRAYER MINISTRY, INC., AND THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS: ANTHONY BERNARD, 16201 SW 95 AVENUE, SUITE 109, MIAMI, FL. 33157.

HAVING BEEN NAME AS REGISTERED AGENT AND TO EXCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AND THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY EXCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY.

I FURTHER AGREED TO EXPLAIN WITH THE PROVISIONS OF ALL STATUS RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FIRMLY WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

x   
SIGNATURE

5/20/98  
DATE

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