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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: BELIEVERS IN CHRIST PRAISE AND WORSHIP MINIS

AUDIT NUMBER.....H98000012574

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 8, 1998

EMPIRE

SUBJECT: BELIEVERS IN CHRIST PRAISE AND WORSHIP MINISTRIES, INC.
REF: W98000015464

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please complete article 4.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H98000012574
Letter Number: 698A00036430

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ARTICLES OF INCORPORATION

OF

BELIEVERS IN CHRIST PRAISE AND WORSHIP MINISTRIES, INC.

THE UNDERSIGNED, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation is: **BELIEVERS IN CHRIST PRAISE AND WORSHIP MINISTRIES, INC.**

ARTICLE II

The principal place of business and the mailing address of this corporation shall be:

17023 N.W. 49th PLACE
MIAMI, FLORIDA 33055.

ARTICLE III

The purpose for which the corporation is formed, and the business and the objects to be carried on and promoted by it, are as follows:

1. The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, contributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

2. The specific purpose for which the corporation is organized

THIS INSTRUMENT PREPARED BY:
THE ESPINOSA LAW FIRM, P.A.
MARIA ESPINOSA DENNIS, ESQ.
FLORIDA BAR NO. 477941
1470 N.W. 107th AVENUE, SUITE "E"
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shall be:

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for the purpose of engaging and transacting in any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended. This will include, but is not limited to, providing community services in the nature of career development, social assistance, spiritual enhancement, teaching, educational assistance, personal development skills, counseling services for all members of community and other lawful activities.

3. To erect and maintain a building or buildings for the above purpose and to engage in any operation incidental and essential to carry out the purposes above mentioned.

4. To solicit funds and donations in kind and from time to time to further the purposes of this corporation.

5. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed, and to hold, use and dispose of the same.

6. To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business; and to secure loans by mortgage, pledge, deed of trust, or other lien.

7. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.

8. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.

9. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on each propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political

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campaign on behalf of any candidate for public office.

10. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Miami-Dade County, Florida 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.

12. The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

The By-Laws may impose other conditions of membership from time to time.

ARTICLE IV

The manner in which the directors are elected or appointed shall be in accordance with the provisions of Chapter 617, Florida Statutes.

ARTICLE V

The name and street address of the initial registered agent shall be:

ROBERT E. LEMON
17023 N.W. 49th PLACE
MIAMI, FLORIDA 33055

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ARTICLE VI

The name and street address of the incorporator of these Articles of Incorporation shall be:

**ROBERT E. LEMON
17023 N.W. 49th PLACE
MIAMI, FLORIDA 33055**

ARTICLE VII

The affairs of the corporation shall be managed by a President, Vice-President, Secretary and a Treasurer and such other officers as may from time to time be created by the Board of Directors. The names of the Officers and the office they shall hold until the first election shall be:

**ROBERT E. LEMON
17023 N.W. 49th Place
Miami, Florida 33055**

PRESIDENT

**PAMELA A. LEMON
17023 N.W. 49th Place
Miami, Florida 33055**

VICE PRESIDENT/SECRETARY

ARTICLE VIII

This members of the Board of Directors shall never be less than ^{three} ~~one~~ (3) in number. Initially the Board of Directors shall consist of three (3) persons whose names and addresses are as follows and who shall serve as Directors until the first election:

**ROBERT E. LEMON
17023 N.W. 49th Place
Miami, Florida 33055**

DIRECTOR

**PAMELA A. LEMON
17023 N.W. 49th Place
Miami, Florida 33055**

DIRECTOR

**LILLIAN MUNROE
17023 N.W. 49th Place
Miami, Florida 33055**

DIRECTOR

ARTICLE IX

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose,

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of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by the Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the officers of this Corporation, to abide by the By-Laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualification as an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code.

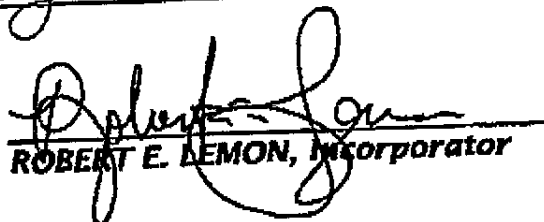
ARTICLE X

The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a meeting call especially for that purpose and after giving at least ten (10) days notice of said meeting in writing.

ARTICLE XI

The corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

The undersigned incorporator has executed the Articles of Incorporation this 7th day of July, 1998.


ROBERT E. LEMON, Incorporator

STATE OF FLORIDA)

SS.

COUNTY OF DADE)

I HEREBY CERTIFY that on this 7th day of July, 1998, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared ROBERT E. LEMON, { } who is personally known to me OR { } who produced identification, (type of identification produced: Florida Driver's License)

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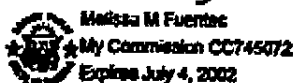
None to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, the year and day aforesaid.

My commission expires:
(Seal)

Notary M. Fuentes
Commission CC745072
Expires July 4, 2002

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 617.0501, 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.

First-That BELIEVERS IN CHRIST PRAISE AND WORSHIP MINISTRIES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named ROBERT E. LEMON located at 17023 N.W. 49th PLACE, City of Miami, County of Miami-Dade, state of Florida, as its agent to accept service of process within this state.

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 PROVISION 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.

[Signature]
ROBERT E. LEMON
Registered Agent

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