



N99000001758

ACCOUNT NO. : 072100000032

REFERENCE : 168435 82767A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 15, 1999

ORDER TIME : 11:23 AM

ORDER NO. : 168435-005

CUSTOMER NO: 82767A

CUSTOMER: Ms. Fredda Fierro
PAUL M. BLOOMGARDEN, PA
PAUL M. BLOOMGARDEN, PA
Suite 208
8551 W. Sunrise Boulevard
Ft. Lauderdale, FL 33322

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*****78.75 *****78.75

DOMESTIC FILING

NAME: THE SUNSHINE CATHEDRAL
FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

509-2557-611
W99-6324
167-2557-611

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 15 PM 12:43

RECEIVED
99 MAR 15 PM 12:06
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 15 PM 12:43

March 17, 1999

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE SUNSHINE CATHEDRAL FOUNDATION, INC.
Ref. Number: W99000006324

We have received your document for THE SUNSHINE CATHEDRAL FOUNDATION, INC.. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6973.

 Clareth Golden
Document Specialist

Letter Number: 599A00013130

RECEIVED

99 MAR 19 PM 3:52

CLARETH GOLDEN
DOCUMENT SPECIALIST



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 15 PM 12:43

March 16, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT

Please give original
submission date as file date.

SUBJECT: THE SUNSHINE CATHEDRAL FOUNDATION, INC.
Ref. Number: W99000006324

We have received your document for THE SUNSHINE CATHEDRAL FOUNDATION, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 499A00012628

RECEIVED
99 MAR 17 PM 12:20
DIVISION OF CORPORATION

99 MAR 15 PM 12:43

ARTICLES OF INCORPORATION
THE SUNSHINE CATHEDRAL FOUNDATION, INC.

THIS IS TO CERTIFY:

That the undersigned members of the Board of Directors of **Sunshine Cathedral, Metropolitan Community Church, Inc.**, whose address is 330 SW 27 Street, Fort Lauderdale, Florida 33315 being of the United States and of the State of Florida, and acting as incorporators, do hereby form a non-stock corporation for the promotion and conduct of the purposes and subjects hereinafter stated, under and by virtue of the General Laws of the State of Florida and the United States of America.

1. That the name of the corporation (hereinafter called the "Corporation") is **The Sunshine Cathedral Foundation, Inc.**

2. The Corporation is organized and shall be operated exclusively for charitable, educational and religious purposes in accordance with the provisions of Section 501(c)(3) and as an organization other than a private foundation within the meaning of Section 509(a) of the Internal Revenue Code of 1986, as said Section now exists and as the same may be hereafter amended (hereinafter referred to as the "Code"), namely to be operated, supervised or controlled exclusively for the benefit of the **Sunshine Cathedral, Metropolitan Community Church, Inc.**, a non-stock, not-for profit Florida corporation and an organization described in Section 501(c)(3) of the Code, by making distributions exclusively and for the benefit of, or to carry out the charitable, educational and religious purposes of The Sunshine Cathedral, Metropolitan Community Church, Inc., and other charitable organizations so long as The Sunshine Cathedral, Metropolitan Community Church, Inc. and all distributed organizations are organized and at all times operated, as organizations described in Section 501(c)(3) and 509(a) of the Code. In furtherance of the foregoing purposes, and for no other purposes, the Corporation shall be empowered and authorized:

(a) To receive from any other person, firm or corporation by gift, bequest or otherwise property, under Section 170 of the Code, which is dedicated to the endowed support or benefit of **The Sunshine Cathedral, Inc.**, or for its mission, ministry, campus, activities or programs which support or benefit the Sunshine Cathedral, Metropolitan Community Church, Inc., to own, hold, manage, invest and reinvest all such property for the primary purpose of endowment of such activities; to use and apply the net income and the principal of all such property in such manner and at such times as the Corporation may deem best for the endowed support or benefit of The Sunshine Cathedral, Metropolitan Community Church, Inc. or for activities or programs which support or benefit The Sunshine Cathedral, Metropolitan Community Church, Inc.; and to observe and faithfully carry out in the expenditure or other use of the principal and income for such property the terms of every lawful restriction, condition or other limitation applicable to the use of such property; and

(b) To engage in any other activity which may be necessary or proper to promote the purposes for which the Corporation is formed (even though not specifically enumerated herein) subject to such limitations as are contained in the General Laws of the State of Florida. Provided, however, that 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 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 Charter, the Corporation shall not carry on any other activity not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code by reason of Section 509(a).

3. The street address of the place at which the principal office of the Corporation in the State of Florida will be located is 330 SW 27 Street, Ft. Lauderdale, Florida 33315. The registered agent of the Corporation is Paul Bloomgarden, whose street address is 8551 West Sunrise Blvd., Suite 208, Fort Lauderdale, Fla. 33322. Said Agent is a citizen of the State of Florida and actually resides therein.

4. The Corporation shall have no capital stock and shall not be authorized to issue capital stock.

5. The affairs of the Corporation shall be managed by a Board of Directors. The Corporation shall initially have six directors and one ex-officio member who shall be the Moderator of the Board of the Sunshine Cathedral, Metropolitan Community Church, Inc., or the designee of the Moderator. The following named persons, appointed by the members of the Board of the Sunshine Cathedral Metropolitan Community Church, Inc., shall act as such until the first Annual Meeting of Directors or until their successors are duly chosen and have qualified:

Virginia Crist, PhD
500 S Ocean Way Apt 605
Deerfield Beach, FL 33441

Pastor Grant Lynn Ford, ex-officio
4115 SW 49th Ct
Fort Lauderdale, FL 33314-5613

Robert S Graham MD
333 Sunset Dr Apt 801
Fort Lauderdale FL 33301

John C Graves PhD
2500 E Las Olas Apt 1006
Fort Lauderdale FL 33301

Walter L Lawrence
3 Isla Bahia Dr
Fort Lauderdale FL 33316-2307

David E Ratcliffe
2860 NE 55th Place
Fort Lauderdale FL 33308

Charles P Traskell
7331 NW 35th Ct
Lauderhill FL 33319-4917

6. Directors of the Corporation are to be appointed or elected in accordance with Article III of the By-Laws.

7. The Corporation may determine by its By-Laws the number of directors, which may from time to time be fixed at a number other than that named in these Articles of Incorporation but shall never be less than the minimum number required by applicable law.

8. None of the members of the Board of Directors shall receive any compensation for serving in that capacity. However, any person may be paid such compensation for services rendered to the Corporation (other than serving as a director) as the Board of Directors shall from time to time deem reasonable, and any person may be reimbursed for any expenses, disbursements or liability made or incurred by such person for or on account of the Corporation or in connection with the management and conduct of the affairs of the Corporation. The provisions of this Paragraph shall not be deemed to exclude any right of any director, officer or employee to indemnification as may be provided in the By-Laws of this Corporation and authorized by the Corporations and Associations Article of the Annotated code of the State of Florida.

9. The Corporation shall not be conducted or operated for profit. No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any director, officer, contributor or private individual nor shall any of such net earnings of the property or assets of the Corporation be used other than for the purposes set forth herein.

10. In any taxable year in which the Corporation is a private foundation as described in Section 509(a) of the Code, the Corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code, and the Corporation shall not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Code, (ii) retain any excess business holding as defined in Section 4943(c) of the Code, (iii) make any investments in such a manner as to subject the Corporation to tax under Section 4944 of the Code, or (iv) make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

11. In the event of dissolution, liquidation or winding up of the Corporation, whether voluntary or involuntary, or by operation of law, the assets of the Corporation shall be distributed to The Sunshine Cathedral, Metropolitan Community Church, Inc.. to be used exclusively to carry out the objects or purposes of that organization, provided that The Sunshine Cathedral, Metropolitan Community Church, Inc.. is at such time an organization described in Section 501(c)(3) and an organization other than a private foundation within the meaning of Section 509(a) of the Code. In the event The Sunshine Cathedral, Metropolitan Community Church, Inc. ceases to exist or to be so described, the assets of the Corporation on any such dissolution shall be distributed in such manner and to such qualified organizations as the Board of Directors shall determine. In the event any of such assets are not so distributed, the Board of Directors shall petition the State Court having jurisdiction with respect to the Corporation, and request such Court to distribute such assets exclusively for the purposes of the Corporation or to such qualified organization or organizations as said Court shall determine.

12. (a) Any person who is or who has served as a Director or Officer of the Corporation, or at its request, or any other corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation against any and all liabilities, costs and legal or other expenses, including, without limitation, fines, penalties, judgments and amounts paid in settlements, reasonably incurred by or impressed upon such person in connection with or resulting from any claim, action, suit or proceeding, civil, criminal, administrative or investigative, to the full extent permitted by Section 2-418 of the Corporations and Associations Article, as amended, or by any successor.

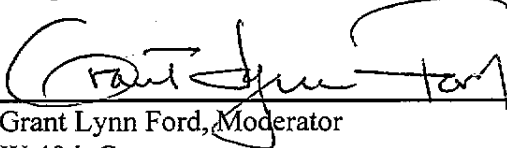
(b) Agents and employees of the Corporation who are not Directors or Officers of the Corporation may be indemnified under the same standards and procedures set forth above, at the discretion of the Board of Directors of the Corporation.

13. The Corporation reserves the right to amend, change or repeal any of the provisions contained in the Articles of Incorporation in the manner now or hereafter prescribed by the General Laws of the State of Florida and in accordance with the By-Laws of the Corporation; provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the Corporation is formed and must be confirmed by the Board of the Sunshine Cathedral, Metropolitan Community Church, Inc..


14. The Corporation shall have perpetual existence.

15. The names and addresses of the incorporators who are members of The Board of the Sunshine Cathedral, Metropolitan Community Church, Inc., are as follows:

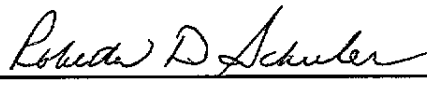
(Signed)


Pastor Grant Lynn Ford, Moderator
4115 SW 49th Ct
Fort Lauderdale FL 33314-5613

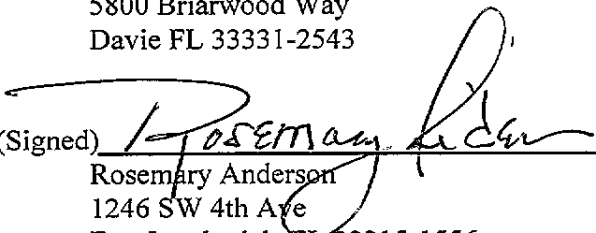
(Signed)

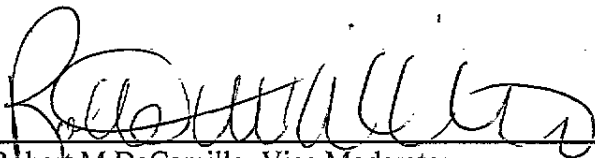

Teri Solis
2740 S Oakland Forest Dr Apt 5613
Oakland Park FL 33309


(Signed)



Roberta D Schuler
5800 Briarwood Way
Davie FL 33331-2543

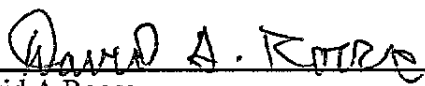
(Signed)

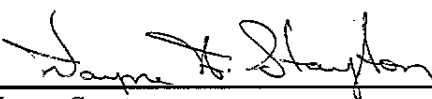

Rosemary Anderson
1246 SW 4th Ave
Fort Lauderdale FL 33315-1556

(Signed) 
Robert M DeCamillo, Vice Moderator
4488 Seagrape Dr
Lauderdale by the Sea FL 3330

(Signed) 
Cleo Allen Farr
1775 N Andrews Sq Apt W-106
Fort Lauderdale FL 33311-4881

(Signed) 
Gregory Kurdian
1201 Rover Reach Dr Apt 106
Fort Lauderdale FL 33315-1179

(Signed) 
David A Roosa
44 Madeira Ave Apt 1
Coral Gables FL 33134-4170

(Signed) 
Wayne Stayton
PO Box 4521
Hollywood FL 33083-4521

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 15 PM 12:43

ACCEPTANCE OF REGISTERED AGENT

FOR

THE SUNSHINE CATHEDRAL FOUNDATION, INC.

Having been named to accept service of process for the above named 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.

DATED: March 17, 1999



PAUL M. BLOOMGARDEN, Registered Agent