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TRANSMITTAL LETTER

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

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-12/21/99--01005--015
*****62.00 *****62.00
400003075754--2
-12/21/99--01005--016
*****27.50 *****25.50

SUBJECT: New Life Praise And Worship Center, 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: Jandra M. Downcor
Name (Printed or typed)

1841 n.w. 152 st
Address

Opa Locka Florida 33054
City, State & Zip

(305) 687.6265
Daytime Telephone number

FILED
00 JAN 27 AM 7:37
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

JAN 28 2000

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 23, 1999

JANDRA M. DOUNVEOR
1841 N.W. 152 ST
OPA LOCKA, FL 33054

SUBJECT: NEW LIFE PRAISE AND WORSHIP CENTER, INC.
Ref. Number: W99000029320

We have received your document for NEW LIFE PRAISE AND WORSHIP CENTER, INC. and your check(s) totaling \$89.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 999A00060109

Articles of Incorporation of New Life Praise and Worship Center Inc.

The undersigned is a natural person competent to contract who is a citizen of the United States hereby desires to form a non-profit corporation under Chapter 617 of the Florida Statues.

Article I Name

The name of the corporation is New Life Praise and Worship Center Inc.

Article II Purpose

The Corporation is organized exclusively for religious charitable educational and scientific purposes, including purposes making distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code.

Article III Principal Office

The principle office of this corporation is 1841 NW. 152 Street Opa Locka Florida 33054 and the mailing address is the same.

Article IV Civil Structure

- 4.1 The civil structure of the corporation may be a President, Vice-President, Secretary, Treasurer and such other officers as the corporation shall establish.
- 4.2 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 this Board of Directors. The Pastor shall sign all certificates, contracts deeds and other instruments of the corporation. During the absence or disability of the Pastor the Vice President or designee of the Pastor shall exercise all the powers and discharge all the duties of the Predisent.
- 4.3 The Secretary shall keep the minutes of all meetings shall have charge of the seal and corporate books and shall make such reports and perform such duties as are required of him by the corporation, and shall sign all certificates, contracts, deeds and other instruments of the corporation.
- 4.4 The Treasurer shall have custody of all moneys 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 demand against the corporation or as may be required if him he shall make an accounting of all his transactions as Treasurer and of the financial condition of the corporation to the Pastor or disignee by the Pastor.
- 4.5 The officers of the corporation shall hold officers until their successors are duly selected by the pastor or elected as the Pastor shall see fit.
- 4.6 The Board of Directors shall meet at least twice each year, but special meetings may be called if and when same may become necessary.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Ecclesiastical Structure

2.1

Ecclesiastically the New Life Praise and Worship Center Inc. Shall be composed of:

- (a) The Board of Directors
- (b) The Steward Council
- (c) The Women's Council
- (d) The Outreach Ministry
- (e) The Christian Education Ministry
- (f) The Youth Ministry
- (g) The Music Ministry
- (h) The Sunday School Ministry
- (i) The Evangelism Ministry
- (j) The Publication Ministry
- The Public Relations Ministry

And any other ministries as the Board of Directors or the President may deem necessary.

Article V Directors Powers and Duties

The Board of Directors shall be at least 3 in number and shall have the power to exercise all powers necessary for the operation of New Life Praise and Worship Center Inc. 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.

- (a) The method of the election of the Directors shall be as stated in the bylaws.
- (b) The Pastor shall be the President and shall authorize any other officers, or agents of the New Life Praise and Worship Center Inc. or any other officer so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of or on behalf of New Life Praise and Worship Center Inc. in such authority may be general or may be confined to a specific nature.
- (c) The Pastor on behalf of New life Praise and Worship Center Inc. may accept on behalf of New Life Praise and Worship Center Inc. any contribution, gifts, bequest or devise for any purpose of New Life Praise and Worship Center Inc.s ministries.

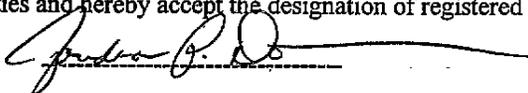
Article VI Term of Existence

This Corporation shall have a perpetual existence.

Article VII Registered Office and Registered Agent

The registered office address of this corporation is 1841 N.W. 152 Street Opa Locka Florida, 33054. The name and address of the registered agent of this corporation is Jandra P. Dounveor of 1841 N. W. 152 Street Opa Locka Florida. 33054

I am familiar with the responsibilities and hereby accept the designation of registered agent.



Article VIII Incorporator

The name and street address of the incorporator of this corporation is:

**Jandra P. Dounveor
1841 N. W. 152 Street
Opa Locka Florida, 33054**

Article IX Effective Date

These Articles of incorporation shall be effective immediately upon approval of the Secretary of State for the State of Florida.

Article X Meetings

- (a) There shall be Bi-annual meetings of the members of the New Life Praise and Worship Center Inc. On a date set forth by the Board of Directors.
- (b) The annual meeting of the New Life Praise and Worship Center Inc. shall be on a date set forth by the Board of Directors and at that meeting the Directors shall be nominated and elected or appointed by the Pastor.
- (c) Special meetings may be called by the Board of directors and or Pastor from time to time as they in their discretion deem necessary. Notices for the calling of such special meeting shall be given to all members in writing with 10 days prior written notice.

Article XII Rules and Regulations

The Board of Directors may adopt such rules of procedure and regulations governing the conduct of its business and the organization of New Life Praise and Worship Center Inc. as they deem necessary, proper and expedient.

The Board of directors may from time to time appoint various ministries to serve New Life Praise and Worship Center Inc. and its various endeavors and functions of both a civil and ecclesiastical nature. At this time the following ministries are recognized.

- (a) The Steward Ministry
- (b) The Women's Ministry
- (c) The Men of Valor
- (d) The Community Outreach Ministry
- (e) The Christian Education Ministry
- (f) The Youth Ministry
- (g) The Music Ministry
- (h) The Sunday School Ministry
- (i) The Evangelism Ministry
- (j) The Publication / Education Ministry
- (k) The Public Relations Ministry
- (l) Social Service Ministry
- (m) The Prison Reformation Ministry

Article XII Dues And Assessments

The New Life Praise and Worship Center Inc. Shall have the power to levy assessments and dues of all its members in such amounts, at such times and places on such terms and conditions as the Board of Directors shall determine.

12.1 The Board of Directors shall adopt such rules of procedures for the payment and allocations of all assessments and dues received and the disbursement of the same as may appear to be in the best interest of the New Life Praise and Worship Center Inc.

12.2 The Board of Directors shall have the right to require all departments and Ministries of the New Life Praise and Worship Center Inc. To submit the budgets of their respective areas of responsibility to the Board of Directors for examination and recommendation to it for each physical year at such time and places and under such circumstances as the Board Director may deem appropriate.

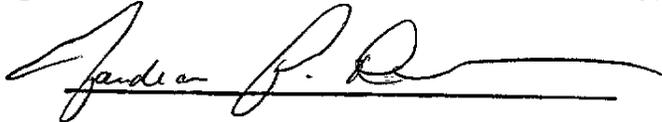
Article XIII Amendments to the Bylaws

The provisions to the by-laws may be modified, altered or amended by two-thirds majority vote of members of the a Board of Directors at a regular or special meeting. As soon as the proposed amendments shall have been adopted as herein provided results of the vote shall be announced by the president and declared adopted by the Chairman of the Board of Directors. Where upon such amendments shall be in full force of effect.

Article XIV Dissolution

Upon dissolution of 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 tax code. Or shall be distributed to the Federal Government or to a State or Local Government for public purpose. Any such assets not so dispersed of shall be disposed of by the Court of competent jurisdiction of the County in which the principle office of the corporation is then located.

In witness where of I have here unto set my hand and seal acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 27th day of April 1999.



Jandra P. Dounveor, Incorporator