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TRANSMITTAL LETTER

FILED
00 FEB 14 AM 8:14
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

500003134455-4
-02/14/00-01089-017
131.25 **87.50

SUBJECT: Pentecostal Ministries Upon A Solid Foundation, 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

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Debra Davis
Name (Printed or typed)

3620 SW. 3rd Street
Address

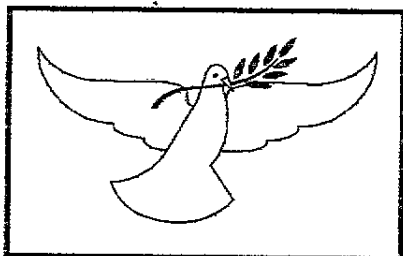
Ft. Lauderdale, FL 33312
City, State & Zip

(954) 581-0236

Daytime Telephone number

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

RECEIVED FEB 18 2000



FILED
00 FEB 14 AM 8:14
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

Articles of Incorporation for

Pentecostal Ministries Upon A Solid Foundation, Inc.

The undersigned, acting as Incorporator(s) desiring to form a nonprofit corporation under the Nonprofit Corporation Law of Florida, Chapter 617, F.S., adopt the following Articles of Incorporation:

Article I - Name

The name of the Corporation shall be, **Pentecostal Ministries Upon A Solid Foundation, Inc.**

Article II - Principle Place of Business

The known principle place of business of this corporation shall be 276 NE. 35th Court, Oakland Park, FL 33334, but it may establish other principal places of business and other offices at such other places, either within or without the State of Florida, as the Board of Trustees/Directors may from time determine.

Article III - Fundamental Principles

The Corporation is an independent nonprofit organization that recognizes the following as it's fundamental principle of doctrine and government; (a) the Bible is the inspired and infallible Word of God and the only rule of faith and life, (b) the bearing of witness for Jesus Christ, and (c) the spreading of the gospel of the Kingdom of God in all it's fullness and power, so that the rule of God is brought about in the hearts of men.

Article IV - Purpose

This Corporation is organized exclusively for religious, charitable, literary, scientific, and educational purposes, more specifically to worship God, evangelize the unsaved, equip believers to spread the gospel of Jesus Christ and preach the Word of God, uplift the spiritual soul of man, and provide spiritual and human development needs through a variety of outreach ministries. To this end, the Corporation shall at all times be operated for religious purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, or the corresponding section of any future federal tax code, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

Article V - Limitations

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set for in Article Three (III) and Four (IV) hereof.

2. 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 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.

3. 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 of 1986, as hereafter amended.

Article VI - Membership

The Corporation shall have no members. Individuals who join the corporation church congregation are not members of the Corporation..

Article VII - Manner of Election of Directors

The initial Directors of the Corporation shall be appointed by the Incorporator and serve until such time that a meeting the is held for the Incorporator to appoint new or additional Directors to the Board.

Article VIII - Governance

The ecclesiastical government of the Corporation shall be conducted in accordance with the Corporation Bylaws, with the Board of Directors having all powers over the Corporation as state law prescribes. The Corporation church pastor(s) if there be one or more, and any persons elected to the office of elder or deacon according to the Corporation Bylaws must be members of the church congregation.

Article IX - Directors

The names and address of the persons who shall serve as the initial Directors of the Corporation are as follows:

- Debra Davis, 3620 SW. 3rd Street, Ft. Lauderdale, FL 33312
- Leon Davis, 3620 SW. 3rd Street, Ft. Lauderdale, FL 33312
- Charles Snell, 4441 NW. 43rd Court, Lauderdale lakes, FL 33319
- Margaret Scott 3201 NW. 18th Street, Ft. Lauderdale, FL 33311t
- Dan Scott, 3201 NW 18th Street, Ft. Lauderdale, FL 33311
- Birdy Smart, 30 SW. 4th Ave., Dania, FL 33004

Article X- Officers

The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer and such other officers as may be provided in the Bylaws. Each Officer shall be appointed by the incorporator until such time that a meeting is held by the Board of Trustee to appoint new officers. The names and addresses of the initial officers of the Corporation are as follows:

- President, Debra Davis, 3620 SW. 3rd Street, Ft. Lauderdale, FL 33312
- Vice President, Leon Davis, 3620 SW. 3rd Street, Ft. Lauderdale, FL 33312
- Treasurer, Charles Snell, 4441 NW. 43rd Court, Lauderdale lakes, FL 33319
- Secretary, Margaret Scott 3201 NW. 18th Street, Ft. Lauderdale, FL 33311t

Article XI - Indemnification

The Corporation may indemnify, to the full extent permitted by the State of Florida nonprofit corporation laws, every person who is or was a party to, or is or was threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was

serving at the request of the Corporation as a director, officer, employee, agent or trustee or another corporation or of a partnership, joint venture trust, employee benefit plan or other enterprise, including service on a committee formed for any purpose and case, his or her heirs, executors and administrators, against all expense, liability and loss (including counsel fee, judgments, fines, excise taxes, penalties, and amount paid in settlement) actually and reasonably incurred or suffered by such person in connection with such action, suit or proceeding, to the fullest extent permitted by applicable law, as in effect on the date hereof and as hereafter amended. Such indemnification may include advances of expenses in advance of final disposition of such action, suite or proceeding subject to the provision of any applicable statute.

Article XII- Property

All real and personal property donated to the Corporation/Church or purchased with Corporation/Church funds and shall be held exclusively in furtherance of the purpose of the church and in furtherance of the principles of doctrine and ecclesiastical government outlined under Articles III, IV, and VIII of these Articles of Incorporation.

Article XIII - Bylaws

The bylaws for the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors in the manner prescribed in the bylaws.

Article XIV - Amendments

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Directors, Trustees, Officers, are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the state of Florida, as amended from time to time, unless more specifically provisions for amendments are adopted by the corporation pursuant to law.

Article XV - Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the repayment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, educational, scientific, and literary purposes to such "qualified" organization or organizations as the Board of Directors shall determine. An organization shall be deemed to be a "qualified" organization for purposes of this Article (XV) only if at the time of the distribution of such assets it is operated exclusively for the purposes described in Section 501(c)(3) of the Internal Revenue Code. Any of such assets not so distributed shall be distributed by the court of

commons pleas of the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation, or to such qualified organization or organizations as said court shall determine.

Article XVI- Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

Article XVII- Registered Agent

The name and street address of the registered agent is:

Debra Davis, 3620 SW. 3rd Street, Ft. Lauderdale, FL 33312

Article XVIII - Incorporator(s)

The name and street address of the Incorporator of these Articles of Incorporation is:

Debra Davis, 3620 SW. 3rd Street, Ft. Lauderdale, FL 33312

The undersigned incorporator has executed these Articles of Incorporation this 24th day of January, 2000.

Debra Davis
Signature of Incorporator

Debra Davis
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
00 FEB 14 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

1. The name of the Corporation is:

Pentecostal Ministries Upon A Solid Foundation, Inc.

2. The name and address of the registered agent and office is:

**Debra Davis
3620 SW. 3rd Street,
Ft. Lauderdale, FL 33312**

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act to this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of any duties, and I am familiar with and accept the obligation of my position as registered agent.

Debra Davis
Signature

January 24, 2000

Date