

N 0000000 4028

GUY GARMAN  
CHURCH & NONPROFIT ACCOUNTANT/CONSULTANT  
3801 S OCEAN DR. 4-Z  
HOLLYWOOD FL 33019

TEL: 1-877-501-2300

FAX: 1-877-501-2399

Wednesday, June 07, 2000

EGLIS DE DIEU POUR JESUS CHRIST, INC.  
CERILES TANELIS  
851 NE 158 ST  
MIAMI FL 33162

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JUN 14 AM 7:57

FILED

RE: INSTRUCTIONS FOR MAILING ARTICLES OF INCORPORATION

Dear CERILES TANELIS;

Enclosed are two (2) originals of the Articles of Incorporation EGLIS DE DIEU POUR JESUS CHRIST, INC. for filing purposes.

Please have the Director whose name is shown sign and date the document and enclose a check for \$ 70.00 payable to Florida Department of State for filing fees.

Please mail to:

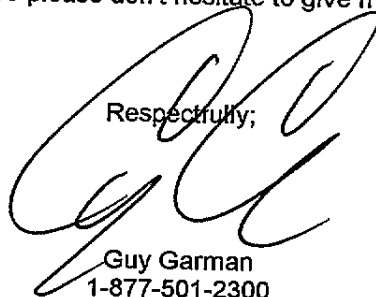
Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

300003289843--6  
-06/14/00--01112--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

If you have any questions regarding the above please don't hesitate to give me a call

Again it is a pleasure to serve you.

Respectfully;



Guy Garman  
1-877-501-2300

GG  
ENCLOSURES

F. O'NEILL

JUN 2 0 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**EGLIS DE DIEU POUR JESUS CHRIST, INC.**  
**A NON-PROFIT CORPORATION**

FILED  
00 JUN 14 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation is EGLIS DE DIEU POUR JESUS CHRIST, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 851 NE 158 ST, MIAMI FL 33162 and the mailing address is the same.

**ARTICLE III - PURPOSE OF THE CORPORATION**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue 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, or corresponding section of any future federal tax code.

The specific purpose(s) for which the corporation is organized is(are):

To promote and perpetuate the Christian faith according to the Holy Scriptures now taught and exemplified.

#### **ARTICLE IV - MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is stated in the by-laws

#### **ARTICLE V - DIRECTORS**

The number of initial directors of this corporation is 3. Their names and address are as follows:

CERILES TANELIS  
851 NE 158 ST  
MIAMI FL 33162

AVAL ARVIL  
851 NE 158 ST  
MIAMI FL 33162

CHRISTINE PELAILLE  
520 NE 111 ST  
MIAMI FL 33161

#### **ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent of this corporation are:

GUY GARMAN  
3801 S OCEAN DR 4Z  
HOLLYWOOD FL 33019

#### **ARTICLE VII - INCORPORATOR**

The name(s) and address(es) of the incorporator(s) of this corporation is (are):

CERILES TANELIS  
851 NE 158 ST  
MIAMI FL 33162

#### **ARTICLE VIII - TERM OF EXISTENCE**

The period of duration of this corporation is perpetual.

#### **ARTICLE IX - QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the By Laws of the corporation.

#### **ARTICLE X - VOTING RIGHTS**

Members of the corporation will have such voting rights as are provided in the By Laws of the Corporation

#### **ARTICLE XI - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

#### **ARTICLE XII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the Board of Director- proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

### **ARTICLE XIII - INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director-, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of

Incorporation to "director", "officer", "employee" and 'agent' shall include the heirs, estates, executors, administrators and personal representatives of such persons.

#### **ARTICLE XIV - Dissolution**

In the event of dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed and turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose

Any additional provisions for the operation of the corporation are as follows:

#### **ARTICLE XV - LIMITATIONS ON ACTIVITIES**

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

#### **ARTICLE XVI - PROHIBITION AGAINST PRIVATE INUREMENT**

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

#### **ARTICLE XVII - COMPENSATION RESTRICTION**

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances) paid to or provided our employees, directors, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

### **ARTICLE XVIII - PRIVATE FOUNDATION REQUIREMENTS AND RESTRICTIONS**

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 6, 10, 2, 000

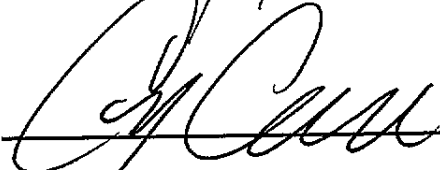
*Ceriles Tanelis*

**CERILES TANELIS, Incorporator**

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 provisions 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.

Dated: \_\_\_\_\_

6/7/02



GUY GARMAN, Registered Agent

FILED

00 JUN 14 AM 7:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA