

# N000000005432

August 8, 2000  
Triumph Ministries, Inc.  
11101 SW 172<sup>nd</sup> Terrace  
Miami, Florida 33157

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-08/15/00--01007--009  
\*\*\*\*131.25 \*\*\*\*\*87.50

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Triumph Ministries, Inc.

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$131.25 to cover the cost of filing same and a certified of the Articles.

Please contact the undersigned if you have any questions on this matter.

Sincerely,



Harry A. Warren, Sr., Director  
Triumph Ministries, Inc.

FILED  
00 AUG 14 AM 8:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION**

**FILED**  
00 AUG 14 AM 8:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I – NAME OF CORPORATION**

The name of the corporation is: **TRIUMPH MINISTRIES, INC.**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE II – PRINCIPAL OFFICE**

The principal office of the corporation shall be located at: 11101 SW 172<sup>nd</sup> Terrace, Miami, Florida 33157; County of Miami-Dade.

**ARTICLE III – PURPOSE(S)**

The purposes for which the Triumph Ministries, Inc. is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) Of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal, State or local government for public purposes. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the County in which the principal office of the corporation is then located, exclusively for such purposes.

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

Membership in the corporation shall be by nomination to membership by a nomination committee. The specific requirements for a nomination, the nomination procedure and the consistency of a nominating committee shall be in accord with requirements of the By-Laws. The By-Laws may limit the size of the membership and provide set criteria for membership, as it deems necessary and advisable.

The Board of Directors shall be elected by the existing Board of Directors as set forth in these Articles, each Director shall hold office until the next annual meeting of Shareholders and until his successor shall been elected and qualified.

#### **ARTICLE V – INITIAL REGISTERED OFFICE/AGENT**

The street address and the name of its initial registered agent is:

Harry A. Warren, Sr.  
11101 SW 172<sup>nd</sup> Terrace  
Miami, Florida 33157

#### **ARTICLE VI – INCORPORATOR**

The name and address of the Incorporator signing these Articles:

Harry A. Warren, Sr.  
11101 SW 172<sup>nd</sup> Terrace  
Miami, Florida 33157

#### **ARTICLE VII – INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws but in no event shall be less than three (3). The names and addresses of the initial board of Directors of this corporation are as follows:

Harry A. Warren, Sr.  
11101 SW 172<sup>nd</sup> Terrace  
Miami, Florida 33157

Tommy T. Warren  
11101 SW 172<sup>nd</sup> Terrace  
Miami, Florida 33157

Keithson Chin-Sang  
8031 SW 197<sup>th</sup> Terrace  
Miami, Florida 33189

## **ARTICLE VIII – OFFICERS**

The officers who shall be elected at the Annual Meeting each year to serve for the ensuing year shall manage the legal affairs of the corporation. The officers of the corporation shall serve until respective successors in office shall be elected and duly qualified.

## **ARTICLE IX – REVENUE**

No part of the net earnings of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, Directors, Officers or other private persons, except that the 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 Article III hereof. The corporation shall not, in any way, directly or indirectly, carry propaganda legislation, or participate or intervene in any political campaign on behalf of any candidate for public office by publishing or distributing statements or otherwise. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on

- (a) by corporation exempt from Federal income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law

or

- (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Revenue Law.

## **ARTICLE X – DISSOLUTION**

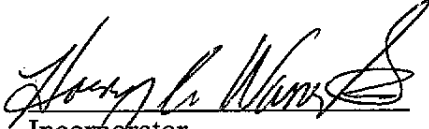
Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt

corporation or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision 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 the County 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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

DATED: 08-10-2000

Harry A. Warren, Sr.

  
Incorporator

Certificate designating place of business or domicile for the service of process within

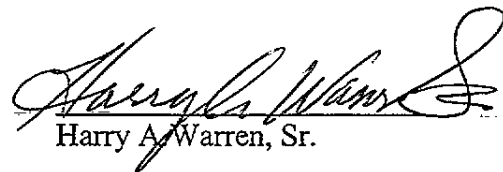
Florida, naming agent upon whom process may be served.

FILED  
00 AUG 14 AM 8:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

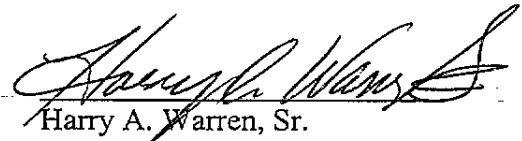
First, that Triumph Ministries, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Harry A. Warren, Sr., located at 11101 SW 172<sup>nd</sup> Terrace, Miami, Florida 33157 as its Agent to accept service of process within the State of Florida.

DATED: 08-10-2000

  
Harry A. Warren, Sr.

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provision of all Statutes relative to the proper performance of my duties.

DATED: 08-10-2000

  
Harry A. Warren, Sr.

**STATE OF FLORIDA  
COUNTY OF MIAMI-DADE**

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the said State and County above to take acknowledgements, personally appeared Harry A. Warren, Sr., to me known to be the person who executed the foregoing ARTICLES of INCORPORATION and who acknowledged that he executed the same.

Witness my hand and official seal in the State and County above named this 7<sup>th</sup> day of August 2000.

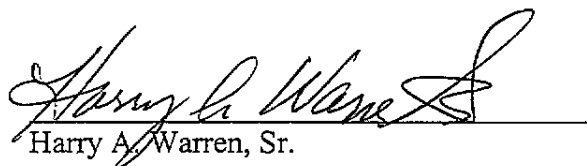


Notary Public, State of Florida at Large  
My Commission Expires:



Thaymell Martin  
My Commission CC867584  
Expires August 30, 2003

The undersigned, having been named to accept service of process for the above Corporation at the place designated in Article V hereof, hereby accept such agency and agrees to comply with the provision of the Florida Statutes relative to keeping open said office.



Harry A. Warren, Sr.

Articles of Incorporation  
Filing Fee, Certified Copy, and Certificate - \$131.25