

No 100000 0 1379

February 15, 2001

Aji Abraham  
14861 SW 69 Street  
Miami, FL 33193

FILED  
01 FEB 26 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Subject: TRUE LIFE DISCIPLES PRAISE AND WORSHIP TEAM, INC.

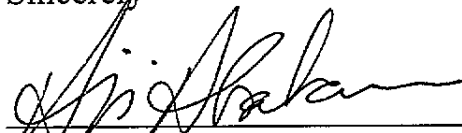
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\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

Enclosed is the Articles of Incorporation of TRUE LIFE DISCIPLES PRAISE AND WORSHIP TEAM, INC. Along with a check in the amount of \$87.50 for the filing fee, designation of the registered agent, certified copy and certificate.

Also enclosed is a copy of the articles, please return this to me with filing date stamped on it.

Sincerely

  
Aji Abraham

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TRUE LIFE DISCIPLES PRAISE AND WORSHIP TEAM, INC.**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation and acting as incorporator(s) of a Non-Profit Corporation pursuant to Chapter 617, Florida Statutes, (Not for profit) do hereby certify and adopt(s) the following articles of Incorporation of such corporation.

**ARTICLE – I      NAME**

The Name of the Corporation shall be:  
**TRUE LIFE DISCIPLES PRAISE AND WORSHIP TEAM, INC.**

**ARTICLE – II      PRINCIPAL OFFICE**

The place of business and mailing address of this corporation shall be:  
**14021 SW 74 Terrace, Miami, Florida 33183**

**ARTICLE – III      PURPOSE**

The purpose for which the corporation is organized is (are):  
The Corporation is a not for profit corporation and is organized and operated exclusively for religious purpose 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 in order to:

1. Spread the Gospel of Jesus Christ to the world through music, ministry and missions endeavors
2. To teach, evangelize, exhort, provide spiritual counsel, and guide willing persons into an understanding of the reception and practice of the life of Jesus Christ as set forth in the Holy Bible
3. To help people in their decision to follow Jesus Christ, and accept Him as their personal Savior through music.
4. To minister the truth, that the Holy Bible is in fact and indeed the infallible undisputed Word of God (King James Version).
5. To Share the Word of God to all through radio, television, internet and other forms of mass media.
6. The purpose involves visiting churches, youth meetings, youth camps, rallies, evangelism camps, evangelism meetings, home of the elderly, hospitals, schools and orphanages with the purpose of spreading the Good News of Jesus Christ and how to live the Christian life through music.
7. To disseminate Christian religious views through music
8. Advancement of Christian religion and ideas through music.

9. To help people find peace, joy and happiness through music ministry.
10. To propagate and to serve as a resource for Christians worldwide through the making of Compact Discs, Cassette tapes, Videos, books, and any other mass media tools.

11. This Praise and worship team is not organized, nor shall it operate, for pecuniary gain or profit and it does not contemplate the distribution of gains, profits, or dividends to its members and is organized solely for Non-Profit purposes. The property, assets, profits, and net income of this team are irrevocably dedicated to charitable, educational, and religious purposes; no part of the profits or net income of this ministry shall ever inure to the benefit or profit of any member or individual. In the event of dissolution or winding up of this team, its assets remaining after payment or provision of payment of all debts and liabilities of this team shall be distributed exclusively to a Non-Profit fund, foundation, or corporation that is organized and operated for charitable, religious, educational, literary or scientific purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986.

In furtherance of the foregoing, the Corporation shall be authorized:

- (a) To purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge, rent, loan or otherwise dispose of and deal in any bonds, securities evidence of indebtedness or other personal property as well as to purchase acquire, own, hold, sell transfer, mortgage, rent or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers and privileges of ownership.
- (b) To receive assistance, money, real or personal property and any other form of contributions, gift, bequest or devise from any person, firm or corporation, to be utilized in the furtherance of the objects and purpose of this corporation; to enter into agreements or contracts for contributions to the corporations for its objects and purposes.
- (c) To establish an administration office and employ such assistance and clerical force as may be necessary and proper in the judgment of the Board of directors an pay reasonable compensations for the services of such persons.
- (d) To invest and reinvest surplus funds in such securities and properties as the Board of Directors may from time to time determine.
- (e) All the above and forgoing are to construed both as objects and powers, and its is expressly provide that the specific objects and powers

enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.

- (f) Each and all the objects, purposes and powers of Corporation, however, shall be exercised, construed and limited in their application to accomplish the charitable, religious and educational purpose for which this Corporation is formed.

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

All Members of the board of directors except those who are designated in these Articles of Incorporation shall be elected by affirmative vote of at least 3/4<sup>th</sup> of the membership of this corporation present and voting at a membership meeting called for that specific purpose. Management and executive power of this corporation shall be vested in and controlled by a board of directors which shall not be less than 3 and no more than 18.

A majority of the Board of Directors shall constitute a quorum and a quorum shall be necessary to consider any decisions to be made that may come before the meeting of the Board of Directors. If a quorum is not present at a duly assembled meeting, a majority of those present may adjourn the meeting and may not transact any other business until a quorum is secured. A quorum being present, the affirmative vote of a majority of the Directors present will be necessary to decide any question relating to general business matters.

#### **ARTICLE – V BOARD OF DIRECTORS**

Management and executive power of this corporation shall be vested in and controlled by the board of directors, who shall be required to be the members of this corporation. The three board of directors listed in article V shall hold office for the remainder of their lifetime, unless they sooner resign or become heretical to the doctrine of Jesus Christ and membership qualifications stipulated on article VIII.

1. **Aji Abraham**  
14861 SW 69 Street  
Miami, FL 33193
2. **Sharon Abraham**  
14861 SW 69 Street  
Miami, FL 33193
3. **Sherwin Jose**  
14021 SW 74 Terrace  
Miami, FL 33183

**ARTICLE – VI INITIAL OFFICERS**

The names and address of the initial officers of this corporation, who are to serve until the first election thereof, are:

President: **Aji Abraham**  
14861 SW 69 Street  
Miami, FL 33193

Vice-President: **Remy Dou**  
6223 SW 131 Court  
Miami, FL 33183

Secretary: **Scherlin Hernandez**  
7741 NW 12 Street  
Pembroke Pines, FL 33024

Treasurer: **Sharon Jose**  
14861 SW 69 Street  
Miami, FL 33193

Treasurer / Director: **Heredes Ribeiro**  
14250 SW 62 Street # 419  
Miami, FL 33183

Director: **Sherwin Jose**  
14021 SW 74 Terrace  
Miami, FL 33183

Director: **Eurialo ‘Odie’ Losada**  
1410801 SW 57 Terrace  
Miami, FL 33173

**ARTICLE – VII DURATION**

The existence of this corporation shall be perpetual, unless dissolved according to law.

**ARTICLE – VIII MEMBERSHIP**

This corporation will have one class of membership. Any person shall be qualified to become a member who has a sincere interest in the objective and purpose of the corporation as stated in Article III, is eligible for membership. No request for membership shall be denied because of race, creed, or color of skin but

each persons requesting membership shall be of good moral, spiritual and in good business character.

In furtherance of the forgoing, the membership requirements are as follows:

1. Born again believers as stated in John 3: 3 and John 3: 7
2. Live a holy life in accordance with 1 peter 1:15-25
3. Believe in Holy Spirit Acts 2:38, John 14:15-17, John 16:13
4. Love the Lord as stated in Mathew 22: 37
5. Believe in the word of God as stated in John 8:31
6. Love of God and His commandments according to 1John 5:3

#### **ARTICLE – IX BYLAWS**

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations not for profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to or new Bylaws may be adopted, either by a resolution of the board of directors, or by following the procedure set forth therefore in the Bylaws.

#### **ARTICLE – X AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

#### **ARTICLE – XI COMMITTEES**

The corporation may establish committies as may be necessary to efficiently carry out the general purpose and activities of the corporation, by the judgment of the board of directors.

#### **ARTICLE – XII DISSOLUTION**

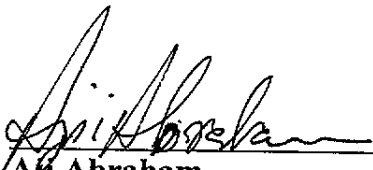
This Corporation shall be dissolved and its affairs wound up by a 3/4<sup>th</sup> vote of the corporation's voting members or when the objects for which the corporation is organized has been fully accomplished. In the event of dissolution or winding up of this corporation, its assets remaining after payment or provision of payment of all debts and liabilities of this team shall be distributed exclusively to a Non-Profit fund, foundation, or corporation that is organized and operated for charitable, religious, educational, literary or scientific purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the district 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 for such purposes.

**ARTICLE – XIII REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is **Aji Abraham** who is in the State of Florida and located at **14861 SW 69 Street** in the city of **Miami**, the county of **Dade, 33193**

**ARTICLE – XIV INCORPORATOR**

The name and address of the incorporator who is signing these articles is **Aji Abraham** who is in the State of Florida and located at **14861 SW 69 Street** in the city of **Miami**, the county of **Dade, 33193**




**Aji Abraham**  
**Signature / Incorporator**

2/15/2001

**Date**

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*Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate. I further agree to comply with the provisions of all statues of 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.*



**Aji Abraham**  
**Signature / Registered Agent**

2/15/2001

**Date**