

**CHUCK MOGBO, P.A.**

Certified Public Accountant

Suite 209  
2800 W. Oakland Park Blvd.  
Oakland Park, FL 33311  
Tel (954) 739-4669  
Tel (954) 739-1966  
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November 26, 2001

Department of State  
Division of Corporations  
406 East Gaines Street  
Tallahassee, FL 32399

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-12/11/01--01007--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs,

**RE: L. A. MARSHALL MINISTRIES, INC.**

Enclosed is Articles of Incorporation along with check for \$78.75, for incorporation with the State of Florida, for L. A. MARSHALL MINISTRIES, INC.

If I can be of further assistance, please call me at (954) 739-4669 or (954) 739-1966.

Sincerely,

*Chuck Mogbo, C.P.A.*

Chuck Mogbo, C.P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight DEC 11 2001

**ARTICLES OF INCORPORATION**  
**FOR**  
**L. A. MARSHALL MINISTRIES, INC.**

We the undersigned, do hereby associate ourselves together and subscribe this certificate of incorporation for the purpose of forming a nonprofit corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE I**

The name of the corporation is: L. A. MARSHALL MINISTRIES, INC.

**ARTICLE II**

The principal place of business and mailing address of this corporation shall be

BUSINESS ADDRESS: 1297 SPRING CIRCLE DRIVE  
CORAL SPRINGS, FL 33071

Other offices for the transaction of business may be located wherever the directors may deem necessary or expedient.

**ARTICLE III**

Said corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corporation provision of any future United States Internal Revenue Law.

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

In the event of dissolution, assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501 (c)(3) of the Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

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TALLAHASSEE, FLORIDA

#### **ARTICLE IV**

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons as from time to time may become members as stated in the Bylaws.

#### **ARTICLE V**

The name and address of the initial registered agent of this corporation shall be:

Chuck Mogbo, P.A.  
2800 W. Oakland Park Boulevard  
Suite #209  
Oakland Park, FL 33311

#### **ARTICLE VI**

The names and addresses of the incorporators of these Articles shall be:

Lawrence A. Marshall/President  
1297 Spring Circle Drive  
Coral Springs, FL 33071

Joy Marshall/Treasurer  
1297 Spring Circle Drive  
Coral Springs, FL 33071

Almarie E. Marshall/Secretary  
1297 Spring Circle Drive  
Coral Springs, FL 33071

## ARTICLE VII

The affairs of the corporation shall be managed by a president, Vice President, Secretary and Treasurer and such other officers as may from time to time be created by the board of Directors. The names of the Officers and the office they shall hold until the first election shall be:

Lawrence A. Marshall/President  
1297 Spring Circle Drive  
Coral Springs, Fl 33071

Joy M. Marshall/Treasurer  
1297 Spring Circle Drive  
Coral Springs, Fl 33071

Almarie E. Marshall/Secretary  
1297 Spring Circle Drive  
Coral Springs, Fl 33071

## ARTICLE VIII

The Board of Directors shall be elected and hold office in accordance with the Bylaws. The members of the Board of Directors shall never be less than three (3) in number. The initial Board of Directors shall consist of three (3) persons, whose names and addresses are as follows and who shall serve as Directors until the first election:

Lawrence A. Marshall  
1297 Spring Circle Drive  
Coral Springs, Fl 33071

Joy M. Marshall  
1297 Spring Circle Drive  
Coral Springs, Fl 33071

Almarie E. Marshall  
1297 Spring Circle Drive  
Coral Springs, Fl 33071

## **ARTICLE IX**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose; after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the Officers of this Corporation, to abide by the by-laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation as an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code.

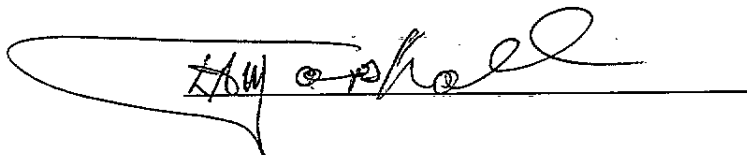
## **ARTICLE X**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501 (c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, the corporation shall not participate in, or intervene in (including the publishing or distribution of 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.

**ARTICLE XI**

The corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

IN WITNESS WHEREOF, the undersigned subscribing incorporators, have hereunto set their hands and affixed their seal on this the 26<sup>TH</sup> day of NOVEMBER, 2001.



for M. Marshall

Almarie Marshall

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared the subscriber(s), who after first being duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein expressed.

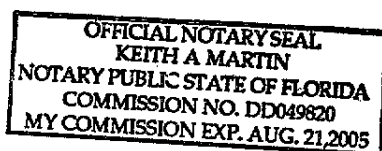
In witness whereof, I have hereunto set my hand and official seal at Fort Lauderdale, said county and state, this 27<sup>th</sup> day of December, 2001.

Keith A. Martin

NOTARY PUBLIC

State of Florida  
at Large

My commission expires:



## **ARTICLE X11**

The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a Meeting called especially for that purpose and after giving at least ten (10) days notice of said meeting in writing.

CERTIFICATE OF DESIGNATION  
REGISTERED/AGENT REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is:  
L. A. MARSHALL MINISTRIES, INC.
2. The name and address of the registered agent and office is:

CHUCK MOGBO, P.A.  
2800 W. OAKLAND PARK BOULEVARD  
SUITE #209  
OAKLAND PARK, FL 33311  
TEL: (954) 739-4669

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 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: \_\_\_\_\_

  
CHUCK MOGBO, PRESIDENT

DATE: \_\_\_\_\_

11/26/01

**FILED**  
01 DEC 10 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA