N02000001244

TRANSMITTAL LETTER

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

LIVING WATERS PRAISE AND WORSHIP CENTER, IN SUBJECT: (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 \$78.75 **⊠**\$78.75 \$87.50 Filing Fee Filing Fee & Filing Fee Filing Fee. Certificate of & Certified Copy Certified Copy Status & Certificate ADDITIONAL COPY REQUIRED

FROM: Harvey Wakefield -02/20/02--01019--013
Name (Printed or typed) *****122.50 ******78.75

880 Cotton Bay Drive East Apt. 2304
Address

West Palm Beach, FL 33406

City, State & Zip

561-722-8342

Daytime Telephone number

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

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ARTICLES OF INCORPORATION FOR LIVING WATERS PRAISE AND WORSHIP CENTER, INC

ONE:

The name and address of the principal corporation is Living Waters Praise and Worship Center, P.O. Box 20396, West Palm Beach, FL 33416, in Palm Beach County.

The corporation is organized pursuant to the FLORIDA Nonprofit Corporation Code.

TWO:

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustee, officers, or other private persons, except that the organization shall be authorized and empowered to pay personable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)3 of the Internal revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)2 of the Internal Revenue Code, or corresponding section of any future federal tax code.

The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The program will consist of, but shall not be limited to:

Job Training, Job Placement, Employment, Land Acquisition, Community Development, Community Redevelopment, Housing, Temporary Shelter, Counseling, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Literacy, Tutoring, AIDS, Elderly Care, Child Care, Performing Arts, Literary Arts, Visual Arts, and other programs to aid those in need.

THREE:

The Duration of this corporation shall be perpetual, and shall be operated on a non stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, and shall have no members

FOUR:

The address of the Registered office is 880 Cotton Bay Drive West Apt. 2304, West Palm Beach, FL 33406 in Palm Beach County, and the name of the registered agent of the corporation shall be Harvey Wakefield.

FIVE:

- (a) This corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501(c)3 of the Internal Revenue Code.
- (b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry 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.

SIX:

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

SEVEN:

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The Board of Directors shall have three (3) members whose names and addresses are:

| <u>name</u> | <u>Address</u> |
|--------------------|--|
| Harvey Wakefield | 880 Cotton Bay Drive East, Apt. 2304 West Palm Beach, FL 33406 |
| Kemoreen Wakefield | 880 Cotton Bay Drive East, Apt. 2304 West Palm Beach, FL 33406 |
| Annette Sumlin | 3090 Congress Park Drive, Apt. 935 Lake Worth, FL 33461 |

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

EIGHT:

The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each officer shall be nominated by a member of the Board of Directors and

voted upon by the Board of Directors corporation. The officers of the corporation are as follows:

| <u>Name</u> Harvey Wakefield | <u>Title</u> President | Address 880 Cotton Bay Drive East Apt. 2304 West Palm Beach, FL 33406 |
|---------------------------------|---------------------------|--|
| Annette Sumlin | Secretary | 3090 Congress Park Drive, Apt. 935 Lake Worth, FL 33461 |
| Annette Sumlin | Treasurer | 3090 Congress Park Drive Apt. 935 Lake Worth, FL 33461 |

NINE:

The name of the incorporator of the corporation is:

Harvey Wakefield

TEN:

The street address of the Corporation's initial principal office is.880 Cotton Bay Drive East, Apt. 2304, West Palm Beach, FL 33406. 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.

IN WITNESS WHEREOF, the undersigned have signed these

| Articles of Incorporation on the day of January, 2002. | |
|---|--|
| (Signatures of Incorporators) | |
| Acknowledged before me on, by/ (1) Hough who | |
| is personally known to me/produced | |
| as identification and who executed the foregoing Articles | |
| of Incorporation and acknowledged to an before me that | |
| he/she executed said instrument for the purposes therein | |
| expressed. | |
| NOTARY PUBLIC-STATE OF FLORIDA Name: Commission No.: My Commission Expires: I accept designation as registered agent: | |
| JEAN-PIERRE MEYER | |