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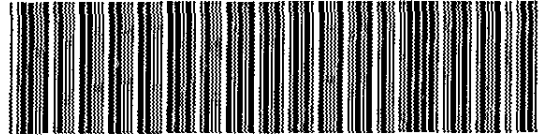
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02 OCT 22 AM 11:16

NOTARY PUBLIC
MILWAUKEE, WISCONSIN

10-24-02
[Signature]

TRANSMITTAL LETTER

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

SUBJECT: THE NEW BROOKLYN ALL STARS INC.
(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
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Bishop Lorenzo Hall Sr.
Name (Printed or typed)

P. O. Box 3575
Address

JACKSONVILLE, FLA. 32206
City, State & Zip

904-696-1400
Daytime Telephone number

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

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02 OCT 22 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Of
The New Brooklyn All Stars , Inc.

A Nonprofit Corporation

The undersigned, acting as incorporator(s) of a Corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation of such corporation:

ARTICLE I

NAME

The name of the corporation is The New Brooklyn All Stars, Inc.

ARTICLE II

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1111 Weare Street , Jacksonville, Florida 32206 (County of Duval) and the name of the initial registered agent of this corporation at that address is Bishop Lorenzo Hall Sr.

ARTICLE III

STATEMENT OF PURPOSE

The purposes for which the tax-deductible non-profit religious corporation is organized shall be to engage in any lawful activity for which corporations may be organized under the general corporation laws of the State of Florida.

ARTICLES OF INCORPORATION OF
THE NEW BROOKLYN ALL STARS, INC.

Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing, or public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the providing of facilities or equipment) or for the prevention of cruelty of children or animals as specified in Section 501 (c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1954.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for service rendered to or for the corporation), and no member, trustee, officer shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by Internal Revenue Code Section 501 (b)), or participating in, or intervening in (including the publication or distribution of statements), and political campaign on behalf of any candidate for public office.

Upon the dissolution of this 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.

ARTICLES OF INCORPORATION OF
THE NEW BROOKLYN ALL STARS, INC.

ARTICLE IV
ADDITIONAL STATEMENT OF PURPOSE

The corporation is not organized for pecuniary gain or profit and is organized under the Florida Corporations Not for Profit Code for the specific and primary purpose of operating for the advancement of faith under Christian principles which shall include, but shall not be limited to, the following:

- (A) To conduct worship services in the manner prescribed in the New Testament;
- (B) To edify Christians with songs of a Scripture nature;
- (C) To write, publish, preach and perform the gospel of Jesus Christ through song and music;
- (D) To seek universal fellowship with Christians for the testimony of God;
- (E) To minister spiritual and temporal needs of the poor, sick, orphans and widows according to brotherly love inspired by God;
- (F) To engage in home and foreign missionary activities in cooperation with affiliated local churches in furtherance of the herein described purposes; and
- (G) To perform an operation and to conduct any affairs authorized by the Florida Corporations Not for Profit Code and to conduct and perform any and all activities that may be related, no matter how remote, to any of the foregoing.
- (H) To promote Gospel Music in a meaningful and organized structure so as to permit persons of all races creeds and colors to fellowship together as a body of believers, truly committed to the Word Of Jesus Christ.

ARTICLES OF INCORPORATION OF
THE NEW BROOKLYN ALL STARS, INC.

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors constituting the initial Board of Directors. 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 (3). The name and address of the initial Board of Directors of the corporation are:

Bishop Lorenzo Hall Sr.
1111 Weare Street
Jacksonville, Florida 32206

Ben D. McClary
1406 Belleawood Street
Winston Salem, N.C. 27107

Bronal Martin
P.O. Box 3575
Jacksonville, Florida 32206

ARTICLE VI
DURATION

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

ARTICLE VII
QUALIFICATIONS OF MEMBERS

The qualifications of members of this corporation and the manner of their admission shall be regulated by the bylaws of said corporation.

ARTICLES OF INCORPORATION OF
THE NEW BROOKLYN ALL STARS, INC.

ARTICLE VIII
INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the Florida Corporation Act, as the same may be amended and supplemented, indemnify and all persons whom it shall have power to indemnify under the said provisions from and against any and all the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaws, vote of members, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE IX
STOCK

No capital stock shall ever be issued, no dividends shall ever be paid, and the Corporation shall be operated on a non-profit basis in furtherance of its corporate purposes, and any surplus shall be used to further such purposes.

ARTICLE X
BYLAWS

Bylaws shall be adopted and amended from time to time for the efficient operation of this corporation.

ARTICLES OF INCORPORATION OF
THE NEW BROOKLYN ALL STARS, INC.

ARTICLE XI
GENERAL LIMITATION ON NONPROFIT ACTIVITIES

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.

ARTICLE XII
PRIVATE FOUNDATION 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.

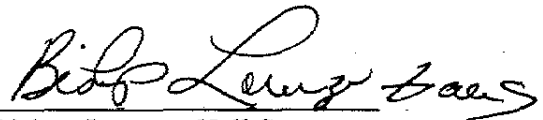
ARTICLE XIII
POWERS

Subject to the provisions of the laws of the State of Florida and any limitations in these Articles of Incorporation and Corporate Bylaws relating to actions required or permitted to be taken or approved by the members, of this corporation, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

ARTICLES OF INCORPORATION OF
THE NEW BROOKLYN ALL STARS, INC.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the members is subject to this reservation.



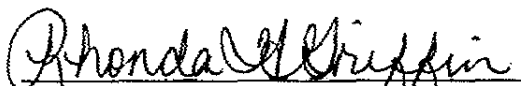
Bishop Lorenzo Hall Sr.
Incorporator

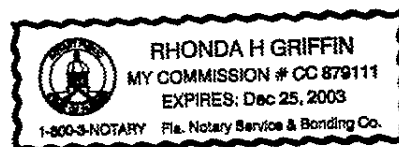
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared Bishop Lorenzo Hall Sr., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledge before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 16th day of October, 2002.


NOTARY PUBLIC IN AND FOR THE
STATE OF FLORIDA.



**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON
WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 OCT 22 AM 11:16

In compliance with section 48.091 and 607-034, Florida Statutes, the following is submitted:

FIRST, that **THE NEW BROOKLYN ALL STARS, INC.** desiring to organize or qualify under the laws of the state of Florida, with its principle place of business at 723 West 4th Street, Jacksonville, Florida 32209 has named **Bishop Lorenzo Hall Sr.** as its agent to accept service or process with Florida.

Dated this 16th day of October, 2002



Bishop Lorenzo Hall Sr.
Director

SECOND, that having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Bishop Lorenzo Hall Sr.
Registered Agent