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Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

THE KING'S FOUNDATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE KING'S FOUNDATION, INC.**

ARTICLE I: NAME

The name of this corporation is The King's Foundation, Inc., a corporation, not for profit.

ARTICLE II: PRINCIPLE OFFICE

The mailing address of this corporation shall be: 4305 17th Street East, Ellenton, FL 34222.

ARTICLE III: PURPOSE

The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code. The organization's purpose includes the development, construction, operation and maintenance of a community center and sports complex located in Ellenton, Manatee County, Florida to provide members of the community with charitable, educational, religious, cultural, recreational, and athletic opportunities. In furtherance of said purposes, the corporation shall have all powers, rights, privileges and immunities, and shall be subject to all of the liabilities conferred or imposed by law upon corporations of this nature, and shall be subject and have all the benefits of all general laws with respect to corporations.

ARTICLE IV: QUALIFICATION OF MEMBERS

The qualifications for membership will be determined by the bylaws.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: ComCenter 70, Suite 15, 6150 State Road 70 East, Bradenton, FL 34203 and the name of the initial registered agent of this corporation at that address is Steven N. White.

ARTICLE VI: INCORPORATOR

The name and address of the Incorporator signing these articles is: Charles N. Williams, Jr., 4305 17th Street East, Ellenton, FL 34222.

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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 Bylaws but in no event shall be less than three (3). The names and addresses of the initial Board of Directors of this corporation are;

1. Charles N. Williams, Jr.
4305 17th Street East
Ellenton, FL 34222
2. Carlton Evans
P. O. BOX 101
Ellenton, FL 34222
3. Steven N. White
4490 Sanibel Way
Bradenton, FL 34203

ARTICLE VIII: BOARD OF DIRECTORS ELECTIONS

The Board of Directors shall be elected by the membership at each annual meeting of the members.

ARTICLE IX: 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 their respective successors in office shall be elected and duly qualified.

ARTICLE X: REVENUE

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the

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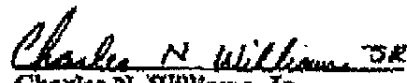
corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence 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 other activities not permitted to be carried on (a) by a 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, 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

ARTICLE XI: DISSOLUTION

Upon the 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 organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1986 (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: October // , 2002


Charles N. Williams, Jr.,
Incorporator

Prepared by:
Steven N. White, Esq.
Finkelstein & White, P.A.
Florida Bar No. 0175412
ComCenter 70, Suite 15
6150 State Road 70 East
Bradenton, FL 34203
941-951-1770

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
AND AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Section 607.0301, Florida Statutes, the following is submitted:

First, that Charles N. Williams, Jr., desiring to organize and qualify under the laws of the State of Florida has named, Steven N. White, Esquire, CornCenter 70, Suite 15, 6150 State Road 70 East, Bradenton, FL 34203, as its agent to accept service of process within Florida.


CHARLES N. WILLIAMS, JR.

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. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


STEVEN N. WHITE, ESQUIRE

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