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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : KEELEY, HAYES, DUDLEY, GARRETT & MAHLE, LLC
Account Number : I20010000236
Phone : (561) 392-4300
Fax Number : (561) 392-4409

FLORIDA NON-PROFIT CORPORATION

Lay Missionaries International, Inc.

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Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION OF LAY MISSIONARIES INTERNATIONAL, INC.
In compliance with Chapter 617, F.S., (Not for Profit)

Notice is hereby given that the undersigned incorporator, being of legal age, has executed this document for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapters 607 and 617, Florida Statutes and hereby accepts all of the rights, privileges, benefits and obligations conferred and imposed by such law, and does hereby make, subscribe, acknowledge and file these Articles of Incorporation

ARTICLE 1 - NAME

The name of the corporation shall be: Lay Missionaries International, Inc.

ARTICLE 2 - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 14472 Smith Sundry Road, Delray Beach, FL 33446

ARTICLE 3 - CORPORATE PURPOSE

The object and purpose of the corporation shall be to provide relief aid to the poor and destitute in the United States and also to poor countries, including but not limited to Haiti. Working mainly through religious organizations, we will locate schools, clinics, and feeding programs that need our help. We will locate donated goods and ship and distribute these goods to the poor. In the United States we will donate food to soup kitchens religious organizations, and ministries that offer help to poor children and their families. In other countries we will work with religious organizations to help school children with food and educational programs, along with giving aid to the poor in general. We shall raise, receive, and maintain a fund or funds of intangible property, real property, and/or personal property, and distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable, religious or educational purposes.

The purpose shall include, but not be limited to, the establishment, maintenance and operation of a fund, from which to purchase goods and services for the poor, the collection of food, clothing, furniture, equipment, medication, and other necessities and the distribution of the same to the poor, both within and outside the United States of America; receiving, acquiring and holding or distributing gifts, donations, devises and bequests.

ARTICLE 4 - MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon the application to and approval as provided in the Bylaws of the Corporation.

Section 2: Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion by the Board of Directors for a just cause, by resignation, with thirty days prior written notice to the Board of Directors.

ARTICLE 5 - DURATION

The Corporation shall have perpetual existence.

ARTICLE 6 - MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three and not more than nine persons. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

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Section 2. The officers of the Corporation shall be a President, Vice-President, a Secretary, and a Treasurer. These officers shall be elected and shall hold office in the manner provided in by the Bylaws of the Corporation.

ARTICLE 7- INITIAL OFFICERS AND DIRECTORS

The names and residence address of the Officers and directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

Victor Morris, Pres.
14470 Smith Sundry Road
Delray Beach, FL 33446

Jerome E. Plummer, Vice Pres.
6332 DUCKWEED ROAD
LAKE WORTH, FL 33467

Susan M. McBride, Secretary
4229 42nd Way
West Palm Beach, FL 33407

Gary Morris, Treas.
14470 Smith Sundry Road
Delray Beach, FL 33446

ARTICLE 8 - INITIAL MEMBERS

Victor Morris, Jerome E. Plummer, Susan M. McBride, Gary Morris

ARTICLE 9 - BYLAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Bylaws of the Corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether to be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the voting membership present or voting by proxy at any meeting regular thereof, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the change of Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to articles of incorporation of non-profit corporations.

ARTICLE 10- GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered and may confer benefits upon its members in conformity

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KEELEY HAYES DUDLEY
JEROME E. PLUMMER, ESQ.

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with its purposes.

ARTICLE 11- INCORPORATOR

The name and address of the incorporator are:

Jerome E. Plummer
6352 DUCKWEED ROAD
LAKE WORTH, FL 33467

ARTICLE 12 - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Victor J. Morris
14472 Smith Sundry Road
Delray Beach, FL 33446

The initial registered agent is to serve in this capacity until his successor is selected and duly designated.

ARTICLE 13 - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE 14 - PROHIBITED ACTIVITIES

The corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, directors or members of the corporation, or to any other individuals, except in the furtherance of its charitable purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office.
4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or by any organization, contributions to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE 15 - DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the purposes set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

day of NOV, 2002, IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 7th

Incorporator:


Jerome E. Plummer

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KEELEY HAYES DUDLEY
JENNIFER M. HAYES

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ACCEPTANCE OF REGISTERED AGENT

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.

Date: Nov 7, 2002


Victor I. Morris, Registered Agent

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