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### TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 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, & Certified Copy Certificate of Certified Copy & Certificate Status ADDITIONAL COPY REQUIRED

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

# **ARTICLES OE**

### INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

FILED 02 NOV 12 AM ID: 56

JEONETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE L-NAME:
The name of the corporation shall be:

# Trinity Deliverance Temple, Inc.

### ARTICLE II - PRINCIPAL OFFICE:

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

4200 Cynthia St. Orlando, Florida 32813

ARTICLE III - PURPOSE:
The purpose for which the corporation is organized is:

The purpose for which this organization is formed is exclusively for charitable, education, religious, literary and scientific purposes as described in the nonprofit public benefit law within the meaning of section 501(c)(3) of the Internal Revenue Code.

To establish and maintain a church and worship center.

To establish and maintain a multicultural arts, education, vocational skills training institute. With a emphasis on job creation, skills training, theology, wealth creation for low to moderate income individuals, at risk youth, the general public, the needy, the residents of Miami-Dade and surrounding counties.

To facilitate thru arts and cultural activities, health HIV/AIDS and disease control awareness through workshops, seminars, fairs, outreach, and other programs targeted to minority and low income populations.

To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limitation the generality of the foregoing, to acquire by donation, contribution, bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its lease or otherwise any property of any sort or nature without limitation as to its amount or value, and hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

To do such things as are incidental to the purposes of the corporation or desirable to accomplish them.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify

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as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - MANNER OF ELECTION:
The manner in which the directors are elected or appointed:

Directors are elected or appointed by majority vote and direct appointment from incorporator/founder/chairperson of the board.

### <u>ARTICLE V - INITIAL DIRECTORS/OFFICERS:</u>

The name(s), address(es) and title(s):

Elder Jordan Williams 4200 Cynthia St. Orlando, Florida 32813 President/CEO/Chairman of the Board

> Takiyah Adams 4200 Cynthia St. Orlando, Florida 32813 Secretary

> Willie Lemon 4200 Cynthia St. Orlando, Florida 32813 Treasurer

Carl Speight 1910 Service Rd Opa Locka, FI. 33054 Business Developer

Beverly Tomblin 4200 Cynthia St. Orlando, Florida 32813 Minister of Transportation

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, 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. Notwithstanding any other provision 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, or the corresponding section of any future federal tax code, or (b) by a

corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

# ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and Florida street address of the registered agent is:

Jordan Williams 4200 Cynthia St. Orlando, Florida 32813

### **ARTICLE VII – DISSOLUTION:**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction 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, we have hereunto subscribed our names this \_\_\_\_\_ day of 2002.

### **ARTICLE VIII - INCORPORATOR:**

The name and addresses of the Incorporators are:

Carl Speight Miracle Development, Inc. 1910 Service Rd Opa Locka, Florida 33054

### ARTICLE VIIII - TERM OF EXISTENCE:

This Corporation shall have perpetual existence.

ARTICLE X - EFFECTIVE DATE:

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

### ARTICLE XI - CAPITAL STOCK:

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

### ARTICLE XII - LIABILITIES FOR DEBTS:

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

### ARTICLE XIII - INDEMNIFICATION:

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be sever able and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

### ARTICLE XIIII - QUALIFICATIONS OF MEMBERSHIP:

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

### ARTICLE XV - VOTING RIGHTS:

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

### ARTICLE XVI – AMENDMENT:

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Acceptance of Registered Agent in Articles of Incorporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated

in this certificate, I am familiar with and agreent the appointment as registered agent and agree to act tu this capacity.

Signature/Registered Agent

Nov/ 02 /2002 Nov/ 02 /2002