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STATE OF NORTH DAKOTA

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03 FEB 10

Handwritten signature

TRANSMITTAL LETTER

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

SUBJECT: Fellowship In Praise Worldwide Ministries 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:

Cynthia Roberts
Name (Printed or typed)

P.O. Box 585906
Address

Orlando, FL 32858
City, State & Zip

407-616-4465
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
FOR
FELLOWSHIP IN PRAISE WORLDWIDE MINISTRIES,
INCORPORATED**

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Directors, being the official voting body of the corporation, in a duly called and noticed special meeting of the Board of Directors, did unanimously adopt the following articles of incorporation.

ARTICLE I

The name of this corporation hereafter shall be **Fellowship In Praise Worldwide Ministries, Inc.** The corporation may also be known by a contracted form of the above style, and may be represented by the contracted form to the public, to wit: Fellowship In Praise/FIP.

ARTICLE II

The purpose of this corporation is to proclaim the Gospel of the Lord Jesus Christ, to develop Christian Leadership, to perform charitable work and to otherwise function as a church.

ARTICLE III

This corporation shall not afford pecuniary gain, incidentally or otherwise, to any individual.

ARTICLE IV

The period of duration of corporate existence of this corporation is perpetual.

ARTICLE V

The registered office and principal place of business of this corporation is located at 30 N. Coburn Avenue, Orlando, FL 32805. Offices may also be maintained at such other place or places, either within or without the State of Florida, as may be designated from time to time by the Board of Directors. Cynthia Pender-Roberts, of 2826 Silkwood Cir. #118, Orlando, FL 32818, who has been a bona fide resident of Florida for at least three (3) years, is hereby appointed Statutory Agent of the corporation upon whom all notices of process, including summons, may be served. The Board of Directors may revoke the appointment of such agents at any time and shall have the power to fill any vacancy.

A. The number of Directors shall be no less than three (3). The names and addresses of the current directors are:

| <u>NAME:</u> | <u>ADDRESS:</u> |
|------------------------|----------------------------------------------|
| Michael J. Roberts | 2826 Silkwood Cir. #118 Orlando, FL 32818 |
| Cynthia Pender-Roberts | 2826 Silkwood Cir. #118 Orlando, FL 32818 |
| Karolyn F. Cooper | 2624 Silkwood Cir. #612 Orlando, FL 32818 |
| Kenya R. Taylor | 2000 W. Jackson St. #3 Orlando, FL 32805 |

ARTICLE VI

The extent of personal liability, if any, for directors, officers, or members for corporate obligations and the methods of enforcement and collection, are as follows: NONE. Further, the Directors and Officers shall be exempt from liability and/or indemnified from costs and judgments to the full extent permitted by Florida Law. In the event Florida law is subsequently amended to authorize the further elimination or limitation of the liability of Directors or Officers of nonprofit corporations, then the liability of Directors and Officers of the corporation in addition to the limitation on personal liability provided under this Article, shall be limited to the fullest extent permitted by such later amended Florida law.

ARTICLE VII

The corporation shall not have capital stock.

ARTICLE VIII

A. The corporation elects to have no members. Any action which would otherwise require a vote of members shall require only a vote of the members of the Board of Directors, and no meeting or vote of members shall be required for this Corporation, any provision of the Articles of Incorporation of this Corporation or the Bylaws of the corporation to the contrary notwithstanding.

B. The corporation, a church, elects the ecclesiastical form of church government, whereby the Board of Directors shall be the highest ecclesiastical tribunal of the organization, and shall be the final arbiter of all questions of doctrine, discipline, property, policy, and polity of every kind and nature whatsoever, and the Board of Directors in its deliberations as the ecclesiastical government of the organization shall use as its sole and final authority and standard the Holy Scriptures, Old and New Testaments, King James Version.

ARTICLE IX

A. This corporation is a not-for-profit corporation and is not organized for the private gain of any person. It is organized under the Non-Profit Corporation Act exclusively for religious purposes as a church.

B. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code").

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

D. The property of the Corporation is irrevocably dedicated to nonprofit religious purposes. No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or to any other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the nonprofit religious purposes of the Corporation.

E. Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation to such organization or organizations which are organized and operated exclusively for the nonprofit religious purposes of the Corporation and which are tax exempt under section 501(c)(3) of the Code, as amended, as the Board of Directors in its sole discretion shall determine.

ARTICLE X

In the furtherance of its religious nonprofit tax-exempt purposes, the Corporation shall have the following powers and authority:

(a) To do all acts, perform all functions, and carry on all activities permitted by the nonprofit corporation laws of the State of Florida, or of any other State in which the Corporation is qualified to act.

(b) To have and exercise all powers and rights enjoyed by corporations generally in the State of Florida, and in any State in which the Corporation is qualified to act, as long as the exercise of such powers is not specifically prohibited for nonprofit religious corporation.

(c) To use all media, whether now known or hereafter discovered, including but not limited to print, television, and radio.

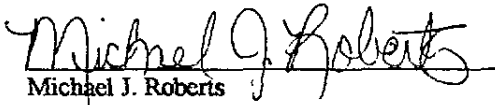
(d) To exercise such incidental powers as may reasonably be necessary to carry out the purposes for which the Corporation is established, provided that such incidental powers shall be exercised in a manner consistent with its tax-exempt status as a religious organization as set forth in Section 501(c)(3) of the Code.

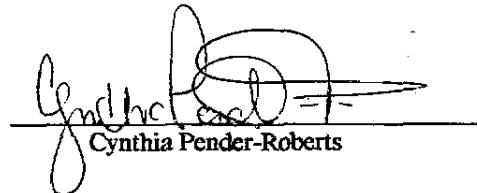
(e) Notwithstanding any other provisions of the Articles of Incorporation, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the nonprofit religious purposes of the Corporation, and the Corporation shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from any Federal Income Tax under Section 501(c)(3) of the Code, or under the corresponding section of any future United States revenue law; or (b) by a corporation, contributions to which are deductible under 170(b)(1)(A)(i) of the Code, or the corresponding section of any future United States revenue law.

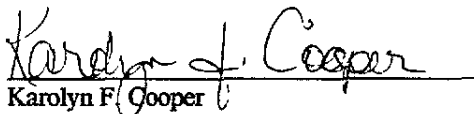
ARTICLE XI

We, the undersigned Directors, certify that we are authorized to amend these articles, and we further certify that we understand that by signing these articles, we are subject to the penalties of perjury as set forth in the Florida Statutes as if we had signed these articles under oath.

IN WITNESS WHEREOF, the undersigned Directors have executed and submitted these Articles of Incorporation this 1st day of January, 2003.

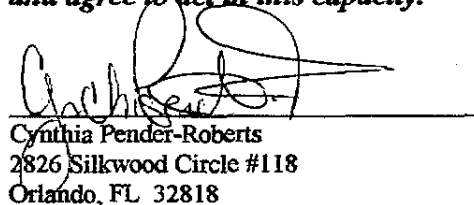

Michael J. Roberts

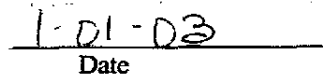

Cynthia Pender-Roberts


Carolyn F. Cooper


Kenya R. Taylor

Having been named as registered agent to accept service of process for the above stated corporation (Fellowship In Praise Worldwide Ministries, Inc.) at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Cynthia Pender-Roberts
2826 Silkwood Circle #118
Orlando, FL 32818


Date