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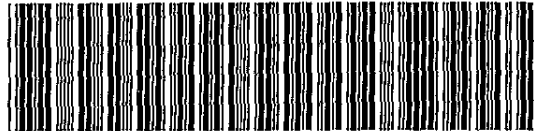
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W03-16540

Office Use Only



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EFFECTIVE DATE
06-16-03

06/05/03--01104--003 **78.75

FILED
2003 JUN 23 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B

REVEREND MICHEL PIERRE, PASTOR

5407 Gaucho Way
Orlando, FL 32810

(407) 822-5210
(407) 924-7806

May 31, 2003

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation of **Tabernacle of Prayer and Praise, Inc.**

Dear Sir:

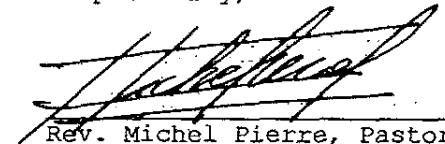
Enclosed are the original and one (1) copy of the Articles of Incorporation of the above referenced corporation and the appropriate filing fees totaling \$ 78.75 in the form of a United States Postal Money Order.

Please file the Articles of Incorporation, indicate the filing on the enclosed copy, and return the certified copy to the undersigned at the above address.

Also enclosed is the certificate of acceptance as registered agent for service of process within this State.

If you have any questions please call me at (407) 822-5210 or (407) 924-7806.

Respectfully,



Rev. Michel Pierre, Pastor

Enclosure



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

RECEIVED

03 JUN 23 PM 3: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 10, 2003

MICHEL PIERRE
5407 GAUCHO WAY
ORLANDO, FL 32810

SUBJECT: TABERNACLE OF PRAYER AND PRIASE, INC.
Ref. Number: W03000016540

We have received your document for TABERNACLE OF PRAYER AND PRIASE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 903A00036079

**CONGREGATIONAL CONSTITUTION
OF
TABERNACLE OF PRAYER AND PRAISE, INC.**

Preamble

IN THE NAME OF THE FATHER, AND OF THE SON, AND OF THE HOLY SPIRIT. AMEN

We, the undersigned, recognizing our unity in Christ and our common practice in the Christian faith; desiring to express our fellowship in worship, work and the fruits of our labor; mindful of our own spiritual needs, our Christian privileges and duties; and endeavoring to observe orderly cooperation, acting as Incorporators of a corporation under Chapter 617 of the Florida Code, hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME OF CORPORATION AND SITUATION
OF PRINCIPAL OFFICE**

The name of the Corporation shall be the **TABERNACLE OF PRAYER AND PRAISE, INC.** . The place in this State where the (initial) principal office of the Corporation is to be located is 2327 Rio Grande Avenue, 32805, in the City of Orlando in the State of Florida, and the name of its initial registered agent is Reverend Michel Pierre, Pastor. 5407 Gaucho Way Orlando, Florida 32810

**ARTICLE II
GENERAL NATURE OF OBJECTS**

This corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law and its purposes shall be carried out by all lawful means, including but not limited to the following:

In furtherance of these purposes said corporation shall be able:

- A. To proclaim the gospel of the Lord Jesus Christ through **Tabernacle of Prayer and Praise, Inc..**
- B. Promoting the principles and teachings of the Holy Bible through means of Grace as written in the Holy Scriptures and as interpreted by the Holy Spirit, who is, the Spirit of Truth;
- C. Fulfilling the scriptural mandate enunciated by Jesus Christ in Mark 16:15 to Go ye into all the world and preach the gospel to every creature by actively supporting and promoting Christian missions through **Tabernacle of Prayer and Praise, Inc..**
- D. Training the members of **Tabernacle of Prayer and Praise, Inc.** to be witnesses for the gospel and providing for the financial support and security of ordained and unordained personnel of the Church;
- E. Receiving funds directly and/or through offerings in **Tabernacle of Prayer and Praise, Inc.** for the support of the ecclesiastical and charitable activities, functions and programs of **Tabernacle of Prayer and Praise, Inc.** and/or for the purposes of supporting and making contributions to the religious and charitable educational organizations that are registered charities under the provisions of section 501(c)(3) of the Internal Revenue Code as now enacted or as may hereafter be amended.
- F. To receive and accept property, whether real, personal or mixed, administer, disburse and invest gifts, devised and bequests by or from any person, firm, trust or corporation;
- G. To buy, own, acquire by gift, devise, purchase or otherwise, real and personal property; and to build, erect , construct, provide for, maintain and equip suitable buildings, churches, houses, etcetera for the benefit, use and occupation of its members and future congregation in maintaining the fostering, the preaching and teaching of the word of God and the Gospel of Jesus Christ;
- H. To build, construct, erect, maintain and equip schools, missions, stations, mission churches, pastor's homes and such other houses or homes as the Church may desire for carrying out its work;
- I. To issue bonds, notes, debentures and evidence of indebtedness, and to secure the same by mortgage, deeds of trust and otherwise.

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TALLAHASSEE, FLORIDA

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TABERNACLE OF PRAYER AND PRAISE, INC. shall, from time to time, purchase or acquire, and it shall have power, from time to time to make such contracts and to do such things as shall be authorized and directed by the members of the said **TABERNACLE OF PRAYER & PRAISE, INC.** evidenced by resolution of the said Organization duly passed.

**ARTICLE III
MEMBERSHIP OF CORPORATION**

The membership of the Corporation shall consist of all members of **TABERNACLE OF PRAYER & PRAISE, INC** in good and regular standing in the said church. Officers of the Church to be elected by the said church at its regular meeting in June of each year, or as soon thereafter as convenient, to serve for a period of four (4) years and until their successors are elected and qualified. If any member ceases to be a member of the said **TABERNACLE OF PRAYER & PRAISE, INC.** in good and regular standing he shall cease to be a member of the organization at any regular business meeting of the organization, or at a special meeting called for that purpose. A member in good standing shall mean one who has lived a consistent Christian life, to have been baptized in the Name of Jesus (Acts 2:3-8) to have been filled with the Holy Ghost (Acts 2:4); been in regular attendance and financially supported with tithes and offering for the past six months. He must be at least eighteen years of age. Upon contrary changes to the contrary, he shall not be allowed to vote.

**ARTICLE IV
TERM OF CORPORATION**

The term for which this Corporation shall exist perpetually.

**ARTICLE V
NAMES AND RESIDENCE OF SUBSCRIBERS**

The names and residences of the subscribers are as follows:

NAMES	ADDRESSES
Reverend Michel Pierre, Pastor	5407 Gaucho Way Orlando, Florida 32810
Reverend Pierre Dieudonne, Pastor	2327 Rio Grande Orlando, Florida 32805
Wilbert Delva	6829 West Colonial Orlando, Florida 32818

**ARTICLE VI
MANAGEMENT OF CORPORATION**

The Management of the Corporation shall be vested in the Board of Management, consisting of the Pastor, a Chairman, the Founders, elders and Deacons. The number of persons constituting the first Board of Management shall not be less than three. Two of the Founders and a Board Member shall constitute the first Board of Management. These Trustees, not including the Founders, shall be elected for one, two, and three year terms, by a 2/3 vote of the members present at the annual business meeting. The Founders shall remain on the Board of Management perpetually. This is an unalterable in any member vote, By-Law or amendment to these Articles of Incorporation.

The first officers of the Corporation shall be:

Reverend Michel Pierre, Pastor and Founder	5407 Gaucho Way Orlando, Florida 32810
Reverend Pierre Dieudonne, Pastor and Founder	2327 Rio Grande Orlando, Florida 32805
Wilbert Delva	6829 West Colonial Drive Orlando, Florida 32818

The above named Trustees shall hold their respective offices, not including the Founders, until the first annual business meeting of the congregation to be held during the month of June at which time a Board of Trustees shall be elected by members of this Corporation, one trustee for a term of three (3) years, one trustee for a term of two (2) years and one trustee for a term of one (1) year. The annual general meeting of the Corporation shall be held at its principal place of business during the month of each year. The trustees of the Corporation shall have power to fill and vacancy in the Board of Trustees for the unexpected term of such trustee or until the next annual business meeting.

ARTICLE VII RESTRICTIONS ON OPERATIONS OF CORPORATION

1. No part of the net earning of the corporation shall inure to the benefit of, shall be distributed 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 out in the proper Article.
2. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in or intervene including any publication or distribution of statements any political campaign on behalf of or in opposition to any candidate for public office.
3. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activity or exercise any powers that are not in furtherance of the purposes of the Corporation.

ARTICLE VIII ALTERATION AND AMENDMENT OF ARTICLES, ETC.

The Chapter and By-laws of this Corporation shall be made, altered or amended by the Corporation at any regular or special meeting duly and legally called, but any alteration or alteration of said Chapter or By-Laws shall only be made by a four-fifths (4/5) vote of all members of the Corporation except unalterable provisions.

ARTICLE IX LIABILITY OF CORPORATION

The highest amount of indebtedness or liability to which this Corporation may, at any time, subject itself shall be the sum of Two Hundred Thousand Dollars-provided that any such sum shall not exceed two thirds (2/3) of the value of the Corporation.

This Corporation may hold real estate in the value of Five Hundred Thousand Dollars (\$500,000).

ARTICLE X LIQUIDATION, WINDING UP OR DISSOLUTION

Upon the liquidation, dissolution or winding up of the Corporation, after all of its liabilities and obligations have been paid, satisfied and discharged, or adequate provision has been made therefore, all of the assets of the corporation shall be distributed exclusively for such educational, charitable and scientific purposes as determined, PROVIDED THAT such distributions shall be made to one or more organizations which qualify as exempt organizations under Section 501 (c)(3) of the United States Internal Revenue law. Code of 1986, or corresponding section of any future federal Tax Code, or shall be distributed to the Federal, State, or Local government for a public purpose. Any assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located, exclusively for such purposes.

ARTICLE XI BY-LAWS

The Board shall adopt such bylaws as may from time to time be necessary. No bylaw shall conflict with this Constitution.

No bylaw shall alter the unalterable parts of this Constitution or Articles of Incorporation.

By-laws may be adopted or amended at any legally called, conducted meeting of the congregation by a two-thirds majority vote of those present and voting, with oversight and Board review and approval.

**ARTICLE XII
FOUNDERS AND GOVERNING AUTHORITY**

The Founders named herein shall serve perpetually and their names and the name of the church as named in these Articles are unalterable and there shall be no change by member vote, By-Law, or amendment to these Articles of Incorporation. They are unalterable.

The Corporation shall be subordinate to, and subject to the governing authority of the Founders named below:

Founders

Rev. Michel Pierre, Pastor
Rev. Pierre Dieudonne, Pastor
Marie Julienne Octave, Deaconess

ARTICLE XIII

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

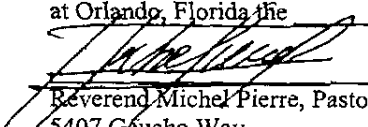
**ARTICLE XIV
REGISTERED AGENT**

Reverend Michel Pierre, Pastor
5407 Gaucho Way
Orlando, Florida 32810

**ARTICLE XV
EFFECTIVE DATE**

These Articles of Incorporation shall have an effective date five (5) days prior to filing.

IN WITNESS WHEREOF the undersigned have hereunto ascribed his signature and affixed his seal at Orlando, Florida the _____ day of June 2003.


Reverend Michel Pierre, Pastor
5407 Gaucho Way
Orlando, Florida 32810

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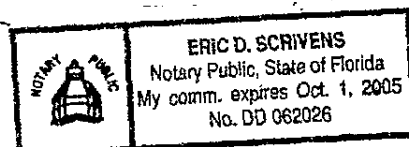
**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this 19 day of June, 2003, before the undersigned authority, personally appeared all to me well know and known to me to be persons described in and who executed the foregoing Articles of Incorporation, and who severally acknowledged the execution thereof to be their free act and deed for the uses and purposed therein expressed.

WITNESS MY HAND and official seal at Orange county Florida the day and year first above mentioned.

My commission expires:
(SEAL)

10.1.2005.



CERTIFICATE OF REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

TABERNACLE OF PRAYER AND PRAISE, INC.

2. The name and address of the registered agent and office is:

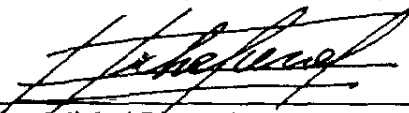
Rev. Michel Pierre, Pastor
5407 GauchoWay
Orlando, FL 32810

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2003 JUN 23 AM 9:00

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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.



Rev. Michel Pierre, Pastor

5-31-03
Date