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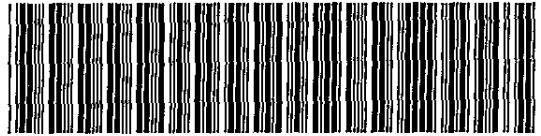
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TRANSMITTAL LETTER

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

SUBJECT: ZION HOUSE OF PRAYER, 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: Russell Borde
Name (Printed or typed)

701 Pine Street
Address

Ocoee, Florida 34761
City, State & Zip

407-654-8055
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
Zion House of Prayer, Inc.**

We, the undersigned, do hereby associate ourselves together to form a corporation not for profit under the laws of the State of Florida, and do hereby execute and adopt the following Articles of Incorporation.

ARTICLE I – NAME

The name of this corporation shall be: **Zion House of Prayer, Inc.**

ARTICLE II – PRINCIPAL OFFICE, REGISTERED ADDRESS & REGISTERED AGENT

The name and street address of the Registered Agent for the Corporation is:
Russell Borde: 701 Pine Street, Ocoee, Florida 34761.

The principal office and mailing address for said corporation is:
1970 East Osceola Parkway, #265, Kissimmee, Florida 34743.

ARTICLE III – CORPORATE PURPOSE

PURPOSE: Said corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

The purposes for which the religious corporation is organized are as follows:

- (a) To disseminate the Gospel of Jesus Christ and the Word of God, to the end that people may be evangelized and believers may be conformed to the image of Jesus Christ (Mark 16:15-16; Isaiah 6:8; Acts 13:47; II Corinthians 5:20); to regularly assemble for fellowship to worship God in Spirit and in truth (Hebrews 10:25) and to cooperate in the building up of the whole body of Christ (Ephesians 2:19-22).
- (b) To provide basic New Testament discipleship to all who are approved for this purpose by the Elders. (Acts 6:7, 11:26, 14:20-23).
- (c) To establish and maintain a church under the name of **Zion House of Prayer, Inc.** and to provide a place of public worship and prayer in accordance with the directions of the Holy Spirit (I Kings 8:2-28; Psalm 96:9, 122:1; I Corinthians 5:40); to spread the gospel of the Lord Jesus Christ through the preaching and teaching of the Bible to bring the unsaved to Christ (Mark 6:15; Romans 1:15-16; I Thessalonians 5:9; II Thessalonians 2:13; II Timothy 3:15), and to build up the saved in Christian grace and living. (Ephesians 4:11-16; Hebrews 3:1-4; I Corinthians 3:9-15) Pursuant thereto, the following activities and guidelines shall be established:
 - i. A recognized Statement of Faith, Code of Doctrine, discipline and form of worship shall be established. (Acts 8:37, 15:11, 16:31; Romans 4:20-25, 10:9-11; I Thessalonians 4:14-17; I Peter 1:21)
 - ii. A biblical form of government shall be established. (Exodus 18; Ephesians 4:8-11; I Corinthians 12:27-31)
 - iii. Ordination of ministers upon completion of the prescribed course of Study, designated by this church. (I Chronicles 9:22-23; Titus 1:5; I Corinthians 7:17; Acts 14:23)

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- iv. An organization of ministers shall be established to minister to the congregation of **Zion House of Prayer, Inc.** (Colossians 4:17; II Timothy 1:16-18; I Corinthians 16:15; Romans 16:1).
 - v. Establishment of a covenant fellowship based upon acceptance of and conformity to the belief of the church. (Acts 15:41, 16:5).
 - vi. Propagate the Word of the Gospel through seminars, the establishment of the Church literature and other forms of mass media for the purpose of educating the individual in the Word of God. (Psalm 96:10; Proverbs 13:17; Mark 13:10; Acts 13:47).
 - vii. Establishment of various religious services pursuant to the recognized Statement of Faith, form of worship, discipline of the church and the establishment of Sunday school and religious schools for Christians and educational instruction of children and adults to exalt the standard of Christian living and the divine leadership of our divine Lord and Master. (Proverbs 8:10, 13:1; Zephaniah 3:7; II Timothy 3:16).
 - viii. Establishment of a Bible Training School or School of Theology for the preparation of ministers who minister to **Zion House of Prayer, Inc.** and to ordain ministers and Christian workers to the edification and the unity of the body of Christ. (Psalm 40:9-10; John 14:26; I Peter 4:6).
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- (d) To send forth home and foreign missionaries to the spreading of the Gospel and in extending the Gospel of God throughout the world (Mark 16:15-16; Acts 13:47, 4:29-30).
 - (e) To print, publish, and distribute and sell books, magazines and other literature in connection with the purposes of this corporation; to sell record and reproduce tapes, radio, and television programs in connection with the purposes of this corporation to produce and distribute radio and television programs (Deuteronomy 31:19; I Chronicles 16:23-24; Psalm 68:4; Revelation 14:2).
 - (f) To promote, foster and encourage the Christian faith on a national and international basis through the preparation, publication, distribution and circulation of study notes, literature, pamphlets, magazines and periodicals, and other type publications. To acquire all rights in literary properties of others; and to buy, lease, ad maintain, and dispose of real property, buildings, printed plants, printing presses, and such incidental machinery and appliances as may be necessary or useful in such business. (Habakkuk 2:2; Malachi 3:16; Acts 10:37, 21:25).
 - (g) To establish and raise up satellite churches and pastors to lead them; establish auxiliaries, clubs, and societies of a religious nature and to promote and encourage Christian fellowship between its members (Acts 15:41, 16:5).
 - (h) To ordain ministers and Christian workers to the edification and the unity of the Body of Christ. (I Chronicles 9:22-23; Titus 1:5; I Corinthians 7:17; Acts 14:23).
 - (i) To conduct praise and worship programs for worship leaders; to conduct college outreach meetings and establish a student center of praise and worship; and to conduct all praise and worship outreach programs necessary to the dissemination of the Word of God throughout the world by way of the song of the Lord (Exodus 15:2, 18:20; Nehemiah 9:5; II Samuel 22:50; II Chronicles 5:14; Psalms 51:15, 69:30, 95:6, 8-9, 113:3, 117:1; Jeremiah 31:7; Matthew 5:19; John 4:24; Acts 17:23; II Timothy 2:24).
 - (j) To provide a recording studio owned or leased, either with live performers or by the use of background music, or other prerecorded music, for the recording of music for and by God's people and to manufacture, publish, distribute and sell audio and video reproductions of all types, and for the purpose to acquire copyrights on songs, lyrics, and musical compositions; to license and use such material for mechanical reproduction; to license the use of vocal, instrumental or other means known or to be known; and to print, sell and distribute sheet music. (Psalms 33:2, 35:27-28, 47,

104:33, 149:4, 150:3-5; Isaiah 23:16, 42:10; I Corinthians 14:15; Ephesians 5:19; I Chronicles 16:4)

- (k) To carry on charitable work for:
 - a. The poor and lost,
 - b. Feed the Hungry Soup Kitchen, Food Pantry, Clothes Closet,
 - c. A Prison Ministry,
 - d. An After-care Center for Released Prisoners,
 - e. A Sick and Shut-In Ministry,
 - f. An Unwed Mother's Home,
 - g. An Abused wives and Children's home,
 - h. Housing for the Homeless and Runaways,
 - i. Assistance to disabled individuals,
 - j. Ministry to homosexuals and prostitutes so they may be taught the Gospel of Jesus Christ,
 - k. Homes for the elderly,
 - l. Child placement services and adoptive services,
 - m. Establishment of a credit union for members of the church,
 - n. Housing for those with drug addictions,
 - o. A Drug and Alcohol Rehabilitation Program,
 - p. Ministry to the mentally disturbed.

- (l) To establish and maintain an educational institution and not for pecuniary gain; for the establishment, maintenance and support of a private Christian elementary and secondary schools (Christian Academy) at which both paying and non-paying students shall be received.

- (m) To establish and maintain a theological college of higher education and training in the Bible, Biblical languages, Christian theology and literature and such training in the mathematics, history, science, languages and scripture as are needed and appropriate to the education and training of ministers of the Gospel and missionaries in foreign and home fields, Bible teachers, and other Christian workers in various lines of religious, benevolent and philanthropic work. The institution shall grant appropriate degrees and provide for the proper regulation and control of its students. The institution shall offer admittance and equal advantages to all students who possess the requisite literary, moral and other qualifications, irrespective of their particular denomination or religious profession and both paying and non-paying students shall be used to extend the charity work. No part of the income received shall ever be paid or distributed to its members, directors or officers, other than reasonable compensation for services rendered. Such institutions within the church shall have a non-discriminatory policy towards students and shall not discriminate against applicants and students on the basis of race, color and national or ethnic origin.

- (n) To establish and maintain homes, and needed care, for the elderly in the form of an adult day care.

- (o) To establish and operate humanitarian efforts which include, shipping, storing, packaging, and supplying of food, clothing and medical supplies for domestic and foreign needs.

- (p) To operate under the name as set forth in Article I above; to adopt and assume names in furtherance of its nonprofit, tax-exempt purposes; to exercise such other and incidental powers as may reasonably be necessary to carry out the purposes for which the church 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 Internal Revenue Code of 1985 as amended, of the United States of America.

- (q) To employ qualified counsel and other necessary personnel to carry out the purposes of this church.
- (r) To further all religious and charitable work and for such purposes to adopt and establish By Laws, rules, or regulations in accordance with the law and not inconsistent with this Articles of Incorporation.
- (s) To do all those things allowed and permitted to be done under law and specifically those set forth in the Florida Not-For-Profit Corporation Code.

ARTICLE IV – OFFICERS/BOARD OF DIRECTORS

The Corporation shall have a Board of Directors made up of five (5) people appointed by the President of the Corporation. The names of the Board of Directors who shall serve are:

- President - Russell Borde
- Vice-President - Claudia Borde
- Secretary - Charmaine Davis
- Treasurer - Stephanie Dookwah
- Director - Clover Spence

The affairs of the Corporation shall be managed by officers appointed by the President of the Corporation. The officers shall serve until the next annual meeting of the Board of Directors, unless removed earlier in accordance with the By Laws. The officers are:

- President - Russell Borde
- Vice-President - Claudia Borde
- Secretary - Charmaine Davis
- Treasurer - Stephanie Dookwah

The general officers of the corporation shall be the President, Vice-President, Secretary and Treasurer.

The principal duties of the President shall be to preside at all meetings of the members of the Board of Directors and to the general supervision of the church. He shall be the Chairman of the Board of Directors and shall appoint all members of the Board of Directors as well as the Officers of the Corporation.

The principal duties of the Vice-President shall be to discharge the duties of the President in the event of the absence or disability, for any cause whatsoever, of the President.

The principal duties of the Secretary shall be to countersign all deeds, leases, and conveyances executed by the church, affix the seal thereto and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the Board of Directors, and to safely and systematically keep all books, papers, records, and documents belonging to the corporation and the church, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the Treasurer.

The principal duties of the Treasurer shall be to keep an account of all church monies, credits and property of any nature which shall come into the Treasurer’s hands and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand and generally of all matters pertaining to the Treasurer’s Office, as shall be required by the Board of Directors.

The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interest of the church.

Whenever the Board of Directors may so order, any two officers, the duties of which do not conflict, may be held by one person.

The Officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors.

The Board of Directors may provide for the appointment of such additional officers as they may deem in the best interest of the church.

Whenever the Board of Directors may so order, the non-conflicting duties of two officers may be consolidated and given to one officer.

The officers shall perform such additional duties as shall from time to time be imposed or required by the Board of Directors, or as may be prescribed from time to time by the By Laws.

Vacancies in the Board of Directors shall be filled by the appointment of a Director by the President. The Directors shall have all the power as set forth in the By Laws.

ARTICLE V – MEMBERSHIP/FELLOWSHIP

There shall be members. The conditions and regulations of membership/fellowship and the rights and other privileges of membership/fellowship shall be determined by the By Laws, with membership being eligible to all those who give evidence of their faith in the Lord Jesus Christ and who voluntarily subscribe to its tenets of faith and agree to be governed by its Constitution and By Laws. This Corporation shall not issue stock.

ARTICLE VI– TERM

The period of the duration of this Corporation is perpetual, unless dissolved according to the law.

ARTICLE VII – LIABILITY

No member of **Zion House of Prayer, Inc.** shall be liable for its debts nor shall any members' property be so liable.

ARTICLE VIII – EXEMPT STATUS AND DISSOLUTION

Said Corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. No part of the net earnings of the corporation shall inure to the benefit, or 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 to it and to make payments and distributions in furtherance of its purposes.

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 of 1986 or the corresponding provision 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 of 1986 or any other corresponding provision of any future federal tax code.

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 of 1986 or the corresponding provision of any future federal tax code. 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. =

ARTICLE IX- BY LAWS

The By Laws of Zion House of Prayer, Inc. shall be adopted and amended by the Board of Directors.

ARTICLE X- DECLARATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XI- AMENDMENTS

Amendments to this Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors. After notification to the members of the proposed amendment, such amendment shall be adopted by the Board of Directors by an affirmative vote of at least two-thirds of the Directors present and voting at a meeting at which a quorum is present.

ARTICLE XII - INCORPORATOR AND INCORPORATOR ADDRESS.

The name and street address of the Incorporator for the Corporation is:

Russell Borde: 701 Pine Street, Ocoee, Florida 34761.

IN WITNESS THEREOF, We have hereunto subscribed our names, this 10th day of NOVEMBER, 2003.

R. Borde
Incorporator - Russell Borde

R. Borde
Registered Agent - Russell Borde

R. Borde
President - Russell Borde

Claudia Borde
Vice-President - Claudia Borde

Charmaine V. Davis
Secretary - Charmaine Davis

Stephanie Dookwah
Treasurer - Stephanie Dookwah

Clover Spence
Director - Clover Spence