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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2004 MAR -8 P 12:16

THE

## TRANSMITTAL LETTER

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

**SUBJECT:** WorldView 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:** Dr. Michael M. Soud  
Name (Printed or typed)

P.O. Box 380088  
Address

Jacksonville, Florida 32205  
City, State & Zip

904.655.3478  
Daytime Telephone number

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

## **ARTICLES OF INCORPORATION**

WorldView Ministries, Inc.

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes (F.S.), "Florida Not for Profit Corporation Act", adopts the following Articles of Incorporation and states as follows:

### **ARTICLE I CORPORATE NAME**

The name of the Corporation shall be WorldView Ministries, Inc.

### **ARTICLE II PRINCIPLE OFFICE**

The principle place of business of the Corporation shall be 9951 Atlantic Boulevard, Suite 326, Jacksonville, Florida 32225.

The mailing address of the Corporation shall be P.O. Box 380088 Jacksonville, Florida 32205.

### **ARTICLE III INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principle registered office of the Corporation shall be 9951 Atlantic Boulevard, Suite 326, Jacksonville, Florida 32225.

The name of the registered agent of the Corporation at such address shall be Dr. Michael M. Soud.

### **ARTICLE IV DURATION**

The Corporation shall have perpetual existence and will commence on the filing of these Articles of Incorporation by the Florida Secretary of State.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V**

### **PURPOSE**

The Corporation is a nonprofit corporation and is organized and shall be operated exclusively for religious, charitable, and educational purposes. More particularly, the purpose of the Corporation shall be to bring glory to Almighty God by disseminating the Gospel of Jesus Christ and the related truths of the Holy Bible by whatever means possible, including, but not limited to the following:

- (a) to produce, syndicate, and distribute television and/or radio programs and to establish, own, or operate one or more television and/or radio broadcasting stations anywhere in the world that engage in any form of broadcasting activity including, but not limited to television, AM and FM, microwave communications, satellite communications, closed circuit television, cable television and subscription broadcasts, all in obedience to the Great Commission as recorded in Mark 16:15: "Go into all the world and preach the gospel to all creation;"
- (b) to establish, own, and operate one or more printing plants or publishing houses for the publication and distribution of Christian literature of all types except newspapers;
- (c) to produce and distribute Christian educational programs on films, tapes, slides, and other audio and visual media suitable for projection, playback, and/or broadcasting;
- (d) to donate money and supplies for the relief of human need and suffering in all parts of the world, including the United States of America;
- (e) to establish, own, and operate educational institutions, Bible schools, and Bible correspondence courses;
- (f) to promote and encourage radio and television which conveys Christian truth.

The Corporation is also organized to promote, encourage, and foster any other similar religious, charitable, and educational activities; to accept, hold, invest, reinvest, and administer any gifts, legacies, bequests, devises, funds, and property of any sort or nature; to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the corporation; to do any and all lawful acts and things which be necessary and useful, suitable, or proper for the furtherance of accomplishment of the purposes of the corporation; to engage in any lawful business or activities related thereto; and to engage in any lawful act or activity for which the corporation may be organized pursuant to Chapter 617, F.S. But no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986 (or a successor statute of similar import).

In order to carry out the above stated purposes, the Corporation shall have all those powers set forth pursuant to Chapter 617, F.S. (or a successor statute of similar import).

## **ARTICLE VI DISTRIBUTION OF ASSETS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its trustees, officers, or other private persons for any reason including dissolution, 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 V hereof.

## **ARTICLE VII CONDUCT OF CORPORATE AFFAIRS**

The conduct of the affairs of the Corporation will be limited as outlined in the By-Laws of the Corporation. The powers of the Corporation are to be regulated as outlined in the By-Laws of the Corporation. The manner in which directors are elected or appointed shall be as provided in the By-Laws of the Corporation.

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.

No gift or grant will be accepted if it contains major conditions that would restrict or violate any of the religious, charitable, or educational purposes or if it would require serving a private as opposed to a public interest.

## **ARTICLE VIII DISSOLUTION OF ASSETS**

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 principle 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 INDEMNIFICATION**

The Corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by the law currently in effect or hereinafter enacted, and such right to indemnification shall continue as to a person who has ceased to be a director or officer of the Corporation and shall inure to the benefit of his or her heirs, executors and personal and legal representatives; provided, however, that, except for proceedings to enforce rights to indemnification, the Corporation shall be obligated to indemnify any director or officer (or his or her heir, executor or personal or legal representatives) in connection with a proceeding (or part thereof) initiated by such person unless such proceeding (or part thereof) was authorized or connected to by the Board of Directors. The right to indemnification conferred by Article IX shall include the right to be paid by the Corporation the expenses incurred in defending or otherwise participating in any proceeding in advance of its final disposition.

The Corporation may, to the extent authorized from time to time by the By-Laws of the Corporation or the Board of Directors, provide rights to indemnification and to the advancement of expenses to employees and agents of the Corporation similar to those conferred in this Article IX to directors and officers of the Corporation.

The rights to indemnification and to the advancement of expenses conferred in this Article IX shall not be exclusive of any other right which any person may have or hereafter acquire under these Articles of Incorporation, the By-Laws of the Corporation, any statute, agreement, vote of disinterested directors or otherwise.

Any repeal or modification of this Article IX shall not adversely affect any rights to indemnification and the advancement of expenses of a director or officer of the Corporation existing at the time of such repeal or modification with respect to any acts or omission occurring prior to such repeal or modification.

## **ARTICLE X MEMBERSHIP**

The Corporation shall have no members for any purpose whatsoever, under the Florida Not For Profit Corporation Act or otherwise.

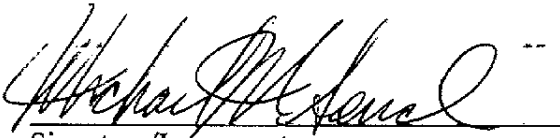
## **ARTICLE XI AMENDMENTS**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute; provided, that all such amendments must be approved by the Board of Directors as outlined in the By-Laws of the Corporation. Notwithstanding anything contained

herein to the contrary, the Board of Directors may not amend these Articles of Incorporation in any manner that is inconsistent with the Florida Not For Profit Corporation Act.

**ARTICLE XII  
INCORPORATOR**

The name and address of the incorporator of the Corporation is Dr. Michael M. Soud, 9951 Atlantic Boulevard, Suite 326, Jacksonville, Florida 32225. I, THE UNDERSIGNED, being the incorporator herein before named, for the purpose of forming a corporation pursuant to the Florida Not For Profit Corporation Act, have executed these Articles of Incorporation this 3<sup>rd</sup> day of March 2004.

  
Signature/Incorporator

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 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 this 3<sup>rd</sup> day of March 2004.

  
Signature/Registered Agent

**FILED**  
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