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## ARTICLES OF INCORPORATION

## OF EDIFYING LIVES MINISTRY, INC.

The undersigned, acting as Incorporator of a Corporation pursuant to the Florida Not For Profit Corporation Act, codified as Chapter 617, Florida Statutes, hereby adopts and causes to be delivered the following Articles of Incorporation for such Corporation:

#### ARTICLE I - NAME

The name of the Corporation shall be: EDIFYING LIVES MINISTRY, INC.

## ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be:

9503 Boca Cove Cir. # 609 Boca Raton, FL 33428-7750

#### ARTICLE III - PURPOSES AND GENERAL POWERS

- (1) The general purpose of this Corporation shall be the transaction of any and all lawful business. This corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.
  - (a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced provided; however, such seal shall always contain the words "corporation not for profit".
  - (b) To purchase, take, receive, lease, take by gift, devise or bequest or other wise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
  - (c) To sell, convey, mortgage, pledge, create security interests in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
  - (d) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned
  - (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or other interests in, or obligations of, other domestic of foreign corporations, whether for profit or not for profit associations, partnerships or individuals, or direct or indirect obligations of the United States or

- of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as its Board of Directors may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise, and income.
- (g) To enter into, make, receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purpose.
- (h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Not For Profit Corporation Act or by other applicable law within or without the State of Florida.
- (i) To elect or appoint officers and agents and define their duties and allow them reasonable compensation.
- (j) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for the administration and regulation of its affairs.
- (k) To promote, by all proper and legitimate agencies and means, education and educational institutions generally, and any and all charitable, religious, scientific and educational movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific, education purposes or other similar purposes.
- (1) To dedicate to the public or to any governmental entity or other entity whatsoever for any public or other purpose any of its real or personal property or any interest therein
- (m) To transact any lawful business which its Board of Directors shall find will be in aid of governmental policy.
- (n) To have and exercise all powers necessary or convenient to affect its general purpose.
- (2) The Corporation is organized exclusively for charitable, religious, scientific, educational, and literary 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 of 1986 (or corresponding provision of any future United States Internal Revenue Law).
- (3) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 this Article. 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 by (a) 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 United States Internal Revenue Law) or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### ARTICLE IV - COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the filing of these articles of incorporation and shall have eternal existence unless sooner dissolved according to law.

#### ARTICLE V - MEMBERSHIP

The qualifications of members, without any discrimination of gender, age, color or race and their manner of admission shall be as follows:

- 1) By professing belief that Jesus Christ is the Son of God and making a public declaration thereof.
- 2) By committing oneself to the purposes of this Corporation, its Charter and Bylaws, and by accepting the Articles Tenets of Faith.
- 3) By accepting the Body Covenant as a spiritual goal and by the aid of the Holy Spirit, endeavoring to live up to the standards contained therein.
- 4) By completing the membership orientation sessions or their equivalent.
- 5) By having been counseled by the Pastor and/or Spiritual Leader and as is or specially provided in the corporate Bylaws.

Expulsion or suspension of members shall be by majority vote of the Board of Directors and as is more specifically provided in the Bylaws.

#### ARTICLE VI - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as incorporator is:

Roberto Parreira Silva 9503 Boca Cove Cir. # 609 Boca Raton, FL 33428-7750

#### ARTICLE VII - REGISTERED AGENT

The name and street address of the person signing these Articles of Incorporation as registered agent is:

Roberto Parreira Silva 9503 Boca Cove Cir. # 609 Boca Raton, FL 33428-7750

#### ARTICLE VIII - BOARD OF DIRECTORS

This time, the officers of the Corporation shall serve until the Board design others. The Board of Directors is:

Director	Address	
Roberto Parreira Silva	9503 Boca Cove Cir. # 609	
President	Boca Raton, FL 33428-7750	
Valber Almeida	3200 NW 5 <sup>th</sup> Street # 14	
Vice-President	Pompano Beach, FL 33064	
Alexandre Barbosa Silva	490 Lock Road # 240	
Treasurer	Deerfield Beach, FL 33442	
Anilton Slovinski	5570 NW 61st Street # 903	
Treasurer	Coconut Creek, FL 33073	
Paulo Roberto de Oliveira	106 Freedom Court	
Secretary	Deerfield Beach, FL 33442	
Carlos Henrique Gomes Costa	3821 NW 9 <sup>th</sup> Avenue # 8B	
Secretary	Pompano Beach, FL 33064	

#### ARTICLE IX - MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be stated in the Bylaws.

#### ARTICLE X - BYLAWS

Expect as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

#### ARTICLE XI - INDENTIFICATION

In Addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such expect for will full misconduct or gross negligence.

#### ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or in any amendment hereto, or to ad any provision in these Articles of Incorporation or to any amendment hereto, in any matter now or hereafter prescribed or permitted by the provisions of any applicable statute of the

State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto or granted subject to this reservation.

#### ARTICLE XIII - DISSOLUTION

Upon the dissolution of the Corporation, after a member meeting according to what shall be stated in the Bylaws, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or county in which the principal office of the Corporation in 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.

BOARD OF DIRECTORS:

Roberto Parreira Silva President

Date: June 7th, 2004

Valber Almeida

Vice-President Date: June 7th, 2004

Arulton Slovinski

Treasurer

Date: June 7th, 2004

Alexandre Barbosa Silva

Treasurer

Date: June 7th, 2004

Carlos Henrique Gomes Costa

Secretary

Date: June 7th, 2004

Paulo Roberto de Oliveira

Secretary

Date: June 7th, 2004

### CERTIFICATE OF DESIGNITION

## REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:

# EDIFYING LIVES MINISTRY, INC.

2. The name and address of the Registered Agent and Office is:

Roberto Parreira Silva 9503 Boca Cove Cir. # 609 Boca Raton, FL 33428-7750 04 JUN 17 PH 1:26

Having been named as Registered Agent and to accept service of process for the above state 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.

Roberto Parreira Silva Registered Agent

Date: June 7th, 2004

DIVISION OF CORPORATIONS P.O. BOX 6327, TALLAHASSEE, FL 32314