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2004 OCT -5 P 2:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-5-04

TRANSMITTAL LETTER

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

SUBJECT: PROCLAIM Worldwide 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: TC Maxwell
Name (Printed or typed)

1107 NW 6th Street
Address

Ft Lauderdale FL 33311
City, State & Zip

954-779-2593
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF RELIGIOUS CORPORATION**

P.R.O.C.L.A.I.M. Worldwide Inc.
(Florida Non-Profit Corporation)

THE UNDERSIGNED, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation not for profit under and by virtue of the laws of the State of Florida.

THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1. NAME AND ADDRESS

The name of this corporation shall be P.R.O.C.L.A.I.M. Worldwide Inc. The physical address of this corporation is 1107 N. W. 6th Street, Ft. Lauderdale, FL 33311.

ARTICLE 2. PURPOSE

The specific purpose for which the corporation is initially organized is to establish and oversee places of worship, conduct the work of evangelism worldwide, create departments necessary to support missionary activities, and to license and oversee ministers of the gospel and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (i) 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 (ii) 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 United States Internal Revenue law. The purposes for which this corporation is organized are exclusively charitable, scientific, literary and educational 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.

ARTICLE 3. QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

The members of the corporation shall consist of any adult accepted by the Board of Directors expressing a desire to help further the purposes for which the corporation was organized, and who displays willingness to regularly contribute time and service in this regard. A mature person who, of noble character and good reputation within the community, is willing to contribute time and money for this purpose may, upon request, be admitted to membership by vote of a majority of the Board of Directors.

This corporation shall have non-voting membership.

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Comment: You can use any form of membership you want. This is a general statement that gives you authority to describe the details in the Constitution and Bylaws.

ARTICLE 4. TERM

The date of commencement of corporate existence shall be when these Articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code. In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue code of 1986, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

Comment: It is important to not change any of the wording in this article. The IRS will look for this wording when you apply for 501c3 status. Go to www.startchurch.com to get the How to Become a 501c3 Non-Profit.

ARTICLE 5. NON PROFIT ORGANIZATION

No part of the net earning of the corporation shall ever inure to the benefit of, or be distributable to its members, 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 Article 2. 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 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: (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 United States Internal Revenue law or: (b) by a corporation, contributions to which are deductible under Section 170(c) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

Comment: It is important to not change any of the wording in this article. The IRS will look for this wording when you apply for 501c3 status. Go to www.startchurch.com to get the How to Become a 501c3 Non-Profit.

ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT

The name of the Initial agent of the corporation T. C. Maxwell, and the street address of the Initial Registered Office of this corporation is 1107 N. W. 6th Street, Ft. Lauderdale, FL 33311.

Comment: The Initial Agent can be anyone such as the pastor or any elder or deacon. This is the person that will receive notices from a court in the event that the church is getting sued. Make sure that the address that you enter is the physical address of the Initial Agent.

ARTICLE 7. INCORPORATORS

The names and residence addresses of the subscribers to these Articles are as follows:

<u>NAME</u>	<u>ADDRESS</u>
T. C. Maxwell	1107 N. W. 6 th Street Ft. Lauderdale, FL 33311

Comment: Only one incorporator is needed. I have included space for three. You can include as many as you want. There is no advantage either way.

ARTICLE 9. DIRECTORS

The Board of Directors of the corporation shall consist of no less than two (2) directors as determined by the Bylaws. Directors shall be elected at the annual meeting of the members in the manner set forth in the Bylaws. Directors may be removed and the vacancies shall be filled in the manner provided by the Bylaws.

Comment: Depending on what government you want for your church, you can either delete this or leave it in. The same people that are officers can also be included as directors.

The Directors named in these Articles shall serve as Directors for the ensuing year, or until the first annual meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the Bylaws.

The Board of Directors shall have the authority to make provision for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which this compensation shall be paid. Any Director may also serve the corporation in any other capacity and receive compensation therefrom in any form.

The names and addresses of the first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
T. C. Maxwell	9760 Palma Vista Way Boca Raton FL, 33428
Audrey R. Maxwell	9760 Palma Vista Way Boca Raton FL, 33428
Ronny Thompson	4971 N.W. 14 th street Lauderhill, FL 33319
Gary Jefferson	3611 Conroy Rd. Apt 812 Orlando, FL 32839
Herbert C. Moore	8959 Spring Harvest Lane West Jacksonville, FL 32244

ARTICLE 10. BYLAWS

The first Bylaws of the corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors in the manner provided by such Bylaws.

Comment: Startchurch can help you create a Constitution and Bylaws for your church. Visit www.startchurch.com.

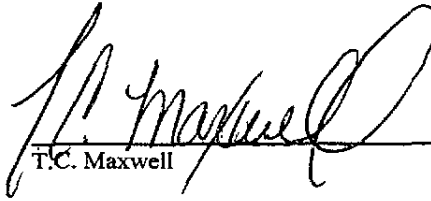
ARTICLE 11. AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by the Board of Directors, including the President's Approval.

WE, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of Florida, do make and affix our signatures to acknowledge and file in the office of the Secretary of State these Articles of Incorporation.

WITNESS our respective hands and seals on the dates and places indicated below.


T.C. Maxwell

Comment: Every incorporator has to sign. It is not necessary to have the document notarized.

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.


T.C. Maxwell

Comment:

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TALLAHASSEE, FLORIDA