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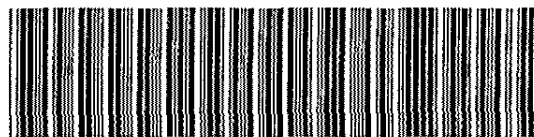
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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[Handwritten signature and initials]

123EZCORP.COM

1801 Avenue of the Stars, Suite 260
Los Angeles, California 90067

Telephone 1.877.553.1923
Facsimile 310.557.9772
KSETON@123EZCORP.COM

November 30, 2004

VIA FIRST CLASS MAIL

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

RE: Be His Witness, Inc.

To Whom It May Concern:

Enclosed herewith please find an original copy and duplicate copy of the Articles of Incorporation for the above-referenced corporation and check for \$78.75.

Upon receipt, please file these Articles and return the duplicate filed copy to 1801 Avenue of the Stars, Suite 260, Los Angeles, CA 90067. Please also fax back to our attention, if possible.

Thank you in advance for your attention to this matter. If you have any questions, please feel free to call us **prior to any rejection.**

Yours very truly,

Jordan Foster
310-557-0804
jfooster@sblservices.com

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Be His Witness, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10708 Forest Run Dr.
Bradenton, FL 34211-9387

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

See attachment.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As stated in the Bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Director, G.T. Ritter, 10708 Forest Run Dr., Bradenton, FL 34211-9387
Director, Terri Ritter, 10708 Forest Run Dr., Bradenton, FL 34211-9387
Director/Treasurer, 10708 Forest Run Dr., Bradenton, FL 34211-9387
President, Robert L. Eredics, 10708 Forest Run Dr., Bradenton, FL 34211-9387
Secretary, Charlene Eredics, 10708 Forest Run Dr., Bradenton, FL 34211-9387
VP, Skip Ritter, 10708 Forest Run Dr., Bradenton, FL 34211-9387

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Robert Louis Eredics
10708 Forest Run Dr.
Bradenton, FL 34211-9387

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Kent E. Seton
1801 Avenue of the Stars, Suite 260
Los Angeles, CA 90067

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.

Robert Louis Eredics
Signature/Registered Agent

11/30/04

Date

[Signature]
Signature/Incorporator

11/30/04

Date

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TALLAHASSEE, FLORIDA

**ADDITIONAL PROVISIONS OF ARTICLES OF INCORPORATION
OF
BE HIS WITNESS, INC.**

ARTICLE III

This corporation is organized exclusively for charitable, religious, educational, and scientific 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. Specifically, this corporation will provide relief to the poor, distressed, and disadvantaged in developing countries such as the Dominican Republic. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

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

In any taxable year in which the corporation is a private foundation as described in Internal Revenue Code §509(a), 1) corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or corresponding provisions of any later federal tax laws, 2) The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or corresponding provisions of any later federal tax laws, 3) The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or corresponding provisions of any later federal tax laws, 4) The corporation will not make any investments in a manner that would subject it to tax under section 4944 of the Internal Revenue Code, or corresponding provisions of any later federal tax laws, and 5) The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or corresponding provisions of any later federal tax laws.

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.