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#### Law Offices

### · SCOTT DAVID KRUEGER, CHARTERED

A Professional Corporation

MERIDIEN CENTRE 2750 NORTHWEST 43RD STREET, SUITE 201 POST OFFICE BOX 357099 GAINESVILLE, FLORIDA 32635

GAINESVILLE (352) 376-3090

Ocala (352) 732-4405

FACSIMILE (352) 377-1580

June 7, 2005

Secretary of State Division of Corporations 409 East Gaines Street Post Office Box 6327 Tallahassee, FL 32301

Via FedEx 2nd day Delivery

Re: Church of the Lord Mission (International), Inc.

To whom it may concern:

Enclosed please find an original of the Articles of Incorporation for the above named corporation, as well as a certificate designating Registered Agent/Registered Office, together with our check, in the amount of \$70.00, to cover the following costs:

Filing Fee

\$ 35.00

Registered Agent Designation Fee

35.00

Total

\$70.00

Your prompt response in return of a confirmation of the Articles is appreciated.

Thank you for your assistance in this matter.

Sincerely yours,

Scott David Krueger

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## ARTICLES OF INCORPORATION OF

#### CHURCH OF THE LORD MISSION (INTERNATIONAL), INC.

We the undersigned, hereby associate ourselves together for the purpose of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statues, and pursuant to the following Articles of Incorporation, effective July 7, 2005.

#### ARTICLE I. NAME

The name of this corporation shall be CHURCH OF THE LORD MISSION (INTERNATIONAL), INC.

#### ARTICLES II. PRINCIPAL OFFICE

The location of the principal office and mailing address of this corporation shall be Post Office Box 14762, Gainesville, Florida 32604, or at such other place or places within the State of Florida as the Board of Directors may from time to time select.

#### ARTICLE III. PURPOSES

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

To further, by all proper and legitimate agencies and means, the dissemination of religious and moral instruction, and for the support of public worship, the building of churches, chapels and schools, and the maintenance of all missionary undertakings; to secure and hold copyrights and plates of books, periodicals, tracts sell and pamphlets; to publish, print, buy, and circulate literature in any or all languages and countries; to purchase types, presses, computers, paper or other related equipment hardware and software for the purpose of printing newspapers, books, pamphlets, etc., and to do all things necessary to carry on a printing and publishing business; to receive gifts, legacies and donations from any sources whatsoever; to make gifts and appropriations from any or all of the resources from time to time to carry out objectives and purposes of the corporation; and to exercise all such power and authority as is be necessary to carry the purposes and essence of this corporation, it being purely benevolent, charitable, religious and educational, and it is expressly declared that this is a corporation not for gain or individual profit and that no dividend shall ever be declared or paid to any of its members, and that none of its property, real or personal shall ever by used or expended except in carrying into effect the legitimate ends and aims of the purposes expressed herein. No part of the net earnings of the corporation shall inure to the benefit of any member, member of the Board of Directors, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for

the corporation affecting one or more of its purposes), and no member, member of the Board of Directors, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets or dissolution of the corporation; no substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publication of distribution of statements) any political campaign on behalf of any candidate or public office. The corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such code and regulations as they now exist or as they may hereafter be amended.

#### ARTICLE IV. POWERS

This corporation shall have power to:

- (a) Have succession by its corporate name for the period set forth in its Articles of Incorporation.
- (b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to same extent as a normal person.
- (c) Adopt and use a common corporate seal and alter the same; provided, however, that such seals shall always contain the words "corporation not for profit."
- (d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
- (e) Adopt, change, amend and repeal bylaws not inconsistent with law or its Articles of Incorporation for the administration of the affairs of the corporation and the exercise of its corporate powers.
- (f) Increase by vote of its\_members cast as the bylaws may direct the members of its directors, managers or trustees so that the number shall not be less than three (3) but may be any number in excess thereof.
- (g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation determine to its notes, bond and other obligation, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income.
- (h) Conduct its affairs, carry on its operation, have officers and exercise the powers granted by Part I of Chapter 617 of the Florida Statutes in any state, territories, district or

possession of the United States or any foreign country.

- (i) Purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein wherever situated.
- (j) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests therein or thereunder.
- (k) Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets.
- (1) Purchase, take, procure, subscribe for or otherwise acquire, own hold, devote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests in or obligations of other domestic or 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, municipality or of any instrumentality thereof.
- (m) 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 or loaned and invested; and make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.
- (o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

#### ARTICLE V. QUALIFICATIONS OF MEMBER

Membership shall be available to those natural persons who profess the religious beliefs and principles as espoused and set forth, from time to time, hereafter, by the Board of Directors in the manner provided in the by-laws.

#### ARTICLE VI. TERM OF EXISTENCE

The corporation shall exist perpetually.

#### ARTICLE VII. SUBSCRIBERS

The names and addresses of the subscribers to these articles are:

NAME ADDRESS

K.A. Tenah Post Office Box 14762

Gainesville, Florida 32604

Doris Tenah Post Office Box 14762

Gainesville, Florida 32604

Lydia Tenah Post Office Box 14762

Gainesville, Florida 32604

#### ARTICLE VIII. OFFICERS

Section 1. The officers of the corporation shall be a president, senior and other bishops, and such number of vice presidents, a secretary, a treasurer, and such other officers as may be provided in the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are;

OFFICE NAME

President and Chief Executive Officer K. A. Tenah

Vice President Doris Tenah

Secretary Lydia Tenah

Treasurer K. A. Tenah

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

#### ARTICLE IX. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. Said corporation shall have five (5) directors initially. The number of directors may be increased or deceased from time to time in accordance with the provisions of the by-laws, but shall never be less than three (3).

Section 2. The Board of Directors shall be members of the corporation.

Section 3. The Board of Directors shall be elected annually to serve for a term of one year each by the membership as provided for in the bylaws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

NAME ADDRESS

K.A. Tenah Post Office Box 14762

Gainesville, Florida 32604

Doris Tenah Post Office Box 14762

Gainesville, Florida 32604

Lydia Tenah Post Office Box 14762
Gainesville, Florida 32604

#### ARTICLE X. BY-LAWS

The board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes, and may amend, alter or rescind the same as they may deem necessary from time to time.

#### ARTICLE XI. REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Scott David Krueger 2750 Northwest 43<sup>rd</sup> Street, Suite 201 Gainesville, Florida 32606

#### ARTICLE XII. AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the Board of Directors called for that purpose by a two-thirds vote of those present.

Section 2. Amendments may also be made at a regular meeting of the board of Directors upon notice given as provided by the by-laws of intention to submit such amendments.

#### ARTICLE XIII. DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation or the termination of its affairs, the assets of the corporation shall be distributed exclusively to charitable, scientific, religious or educational organization, which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

IN WITNESS WHEREOF, we affixed our seals this	the undersigned have set he day of June, 2005.	ands and
	K.A. TENAH	(SEAL)
	DORIS TENAH	(SEAL)
	HUDIA TENAH	(SEAL)
STATE OF FLORIDA COUNTY OF ALACHUA	. · <del>-</del>	· · · · · · · · · · · · · · · · · · ·
day of June, 2005, by K. A. Te	was acknowledged before me mah. K. A. Tenah is personal r has presented  Notary Public At Large Printed Name: Skory Commission expires:	
STATE OF FLORIDA COUNTY OF ALACHUA		
The foregoing instrument day of June, 2005, by Doris Te to me (yes	was acknowledged before me mah. Doris Tenah is persona r has presented  Notary Public At Large Printed Name: Slove er Commission expires:	this \( \frac{\frac{1}{\finn{1}{\frac}{\frac{1}{\frac{1}{\frac{1}{\frac{1}{\frac{1}{\frac{1}{\frac{1}{
day of June, 2005, by Lydia Te	was acknowledged before me enah. Lydia Tenah is persona or has presented  Notary Public At Large Printed Name: Show Commission expires:	

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

In pursuance to the provisions of section 617.0501, Florida Statutes, the following is submitted in designating the registered agent and registered office in the state of Florida.

That CHURCH OF THE LORD MISSION (INTERNATIONAL), INC., desiring to organize under the laws of the State of Florida has named the following, who is located at the address indicated, as its agent to accept service of process within this state:

Scott David Krueger 2750 Northwest 43<sup>rd</sup> Street Suite 201 Gainesville, Florida 32606

#### ACKNOWLEDGEMENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

Scott David Krueger, Registered Agent

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