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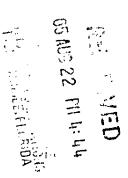
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#### ARTICLES OF INCORPORATION In compliance with Chapter 617. F.S., (Not for profit) Florida Nonprofit Corporation

#### SHEKINAH INTERNATIONAL MINISITRIES, INC.

# ARTICLE I CORPORATE NAME

The name of this corporation is SHEKINAH INTERNATIONAL MINISITRIES, INC.

## ARTICLE II CORPORATE ADDRESS

The principal place of business and mailing address of the corporation's registered office shall be 1017 Emily's Walk Lane East, Jacksonville, Florida 32221

## ARTICLE III GENERAL AND SPECIFIC PURPOSES

The primary purposes for which this corporation is formed are:

- A. This is a nonprofit corporation, organized solely for general educational, religious, and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.
- B. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of this funds for such purposes.
- C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provision of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operations foundations.

# ARTICLE IV MANNER OF ELECTION

The President of this corporation shall appoint all directors when deem necessary.

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## ARTICLE V BOARD OF DIRECTORS

A. The affairs of the corporation shall be managed by a Board of Directors consisting of a minimum of six (6) and a maximum of ten (10) members. The initial Board of Directors of this corporation, whose term in office shall remain in effect until the President appoint in accordance with the Bylaws of this corporation. The initial Board of Directors are as follows:

Mascareen Cohen, President 1017 Emily's Walk Lane East Jacksonville, Florida 32221

Cyclyn R. Smith-Mobley, Vice President 12739 Serenade Circle, North Jacksonville, Florida 32225

Lisa M. Darrell, Director 10901 Burnt Mill Road #308 Jacksonville, Florida 32256

Sabrina Yates, Director and Secretary 7579 Ortega Bluff Parkway Jacksonville, Florida 32244

Earl Cohen, Director and Treasurer 2349 McCarty Drive Jacksonville, Florida 32210

Manuel Lopest, Director 2011 West 11<sup>th</sup> Street Jacksonville, Florida 32209

Anthony Grant, Director 1130 West 19<sup>th</sup> Street Jacksonville, Florida 32209

#### ARTICLE VI CORPORATE POWERS

Corporate posers of this corporation are as provided in Chapter 617, Florida Statutes, and unless otherwise limited by the by-laws.

#### ARTICLE VII REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 1017 Emily's Walk Lane East, Jacksonville, Florida 32221 and the name of its registered agent at said address shall be Mascareen Cohen.

### ARTICLE VIII INCORPORATOR

The name and residence address of the subscriber of this corporation is as follows: Mascareen Cohen, 1017 Emily's Walk Lane East, Jacksonville, Florida 32221.

## ARTICLE IX DURATION

The term of existence of the corporation is perpetual.

# ARTICLE X MEMBERSHIP

This corporation is organized and shall be operated exclusively on a nonstock basis. There shall be two classes of membership as described below:

- A. The first class of membership, to be known as the Board of Members shall consist of seven individuals: The President of SHEKINAH INTERNATIONAL MINISITRIES, INC., Vice President, Treasurer, Secretary, and Directors. The President shall appoint or remove all board members. The board members must give their approval by majority vote, for any merger, consolidation, dissolution or liquidation of the corporation.
- B. The second class of membership, to be known as the Board of Council, shall consist of no more than ten members as elected from time to time and for such periods as designated by the majority vote of the Board of Directors. The members of the Board of Council of the corporation shall have no voting rights, no management powers.

## ARTICLE XI DISSOLUTION

Upon the dissolution of the corporation and after paying or making provisions for the payment of all the liabilities of the corporation, the remaining assets of the corporation shall be distributed to a non-profit organization organized and operated exclusively for charitable purposes substantially similar to those of this corporation, and which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Internal Revenue Law).

The undersigned, being the Incorporator of purpose of forming this nonprofit corporation unde Florida, has executed these Article of Incorporation 2005.	r the laws of the State of
WITNESSED BY:	
Maeca	reon Coha lut
STATE OF FLORIDA COUNTY OF	
BEFORE ME, personally appeared Mascar the person who executed the foregoing Article of It to and before me that she executed such instrume IN WITNESS WHEREOF, I have hereunto day of, 2005.	ncorporation and acknowledge nt.
NOTARY PUBLIC, State of Florida	State of Florida County of Leon  Sworn to and subscribed before me  this 22 day of August 2005.  By Mascareen Cohen Smayt  Personally known or ID  Type of identification FL Driver License  Maghin M. Wang.  State of Florida-Notary Public



# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERD OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, 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.

- The name of the corporation is SHEKINAH INTERNATIONAL MINISITRIES, INC.
- 2. The name and address of the registered agent and office is: Mascareen Cohen, 1017 Emily's Walk Lane East, Jacksonville, Florida 32221

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

Aug 22, 2005