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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7 Burch DEC 5, 2005

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## **TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**SUBJECT: FAITH APOSTOLIC TEMPLE, INC.**

Enclosed is an original and Four (4) copies of the articles of incorporation and a check for:  
\$ 105.00 for Filing Fee and Four (4) Certified Copy.

FROM: Assam and Associates, Esqs.  
6501 NORTH WEST 51<sup>ST</sup> STREET  
LAUDERHILL, FLORIDA 33319  
954-746-6789/ 410-5316

# CERTIFICATE OF INCORPORATION OF

## FAITH APOSTOLIC TEMPLE, INC.

PURSUANT TO CHAPTER 617.0202, F.S. of the Not-for-Profit Corporation Law

**One:** THE NAME OF THE CORPORATION IS

**FAITH APOSTOLIC TEMPLE, Inc.**

**Two:** The principal place of business and mailing address of the corporation is:

**1068 West 28<sup>th</sup> Street  
Riviera Beach, Florida 33304**

**Three:** These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**Four:** The purpose or purposes for which the corporation is formed are as follows:

a: To expound the cultural and religious ideals of Christianity based on the teachings of the Bible, and to promote monotheistic beliefs and practices. To promulgate and preach the faith as enunciated heretofore or any other practical methods of spreading the Glory of God and the preaching of the Gospel in its fullest.

b: To recognize and celebrate cultural and religious festivals, and to cultivate a sense of knowledge and self-confidence in our young people.

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TALLAHASSEE, FLORIDA

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c: To develop a closer understanding of Christian culture and religion by having regular prayer meetings, discussions, and seminars. To maintain and sponsor religious schools or places of study, for non-academic subjects and to further Christian education in all fields.

d: To plan and implement regular programs in music, drama, and sports for our youths, and to teach the languages of Christianity in order to understand the true teachings of our forefathers.

e: To work in co-operation with other religious and cultural bodies towards a deeper understanding and appreciation of each other's culture.

f: To raise funds without the assistance of professional fund raisers in order to build, purchase, lease, or rent a place solely for the purpose of worship and to maintain and manage the said property for improvement of our members and all interested individuals and groups in order to enhance their mental, spiritual, as well as physical development.

g: To institute, participate in or otherwise support activities and project designed to minister to the spiritual , material, and physical needs of people.

h: To ordain persons as priests when they have proven themselves worthy by reason of devotion and study.

I: To disseminate Christian thoughts and ideals by organizing programs such as Crusades, publication of books, magazines, tracts, tapes, and to establish camps for adults and youths.

j: To have and exercise the general powers of a parent religious organization, and not to be subjected to the jurisdiction of any other Religious Corporation; and to have the power to establish and maintain branches within the State Of Florida, or any other State within the United States , and any foreign country.

k: To do everything and anything reasonably necessary, suitable, and proper, convenient or incidental to the aforesaid purposes and which may properly be done by Religious Organization and Not-for-Profit Corporation, organized under the laws of the State Of Florida.

l: To establish and maintain a congregation or church for the purpose and intent of promoting religious worship according to the tenents, precepts and belief of the Christian faith and to conduct religious services, as indicated by the Board of Trustees of said church or congregation.

m: To teach and preach the Gospel of the Grace of God in its fullness and to disseminate the belief in a deeper and higher Christian Life.

n: To further the work of Evangelization in the light of the Precepts of the Congregation and Church, particularly the poor, hungry, homeless, and all other neglected classes.

o: To purchase, lease or otherwise acquire, and sell, mortgage or lease property, whether improved or unimproved, or any interest thereof, to acquire associate houses, church buildings, school houses for schools and property for the residence of its ministers, teachers and employees.

Nothing herein shall authorize the corporation to operate or maintain a nursery school, elementary school or secondary school.

Nothing herein shall authorize the corporation to operate or maintain an institution of higher learning or to grant degrees .

The corporation, in furtherance of its corporate purposes set forth above, shall have all the powers enumerated in Chapter 617 of the Not-for-Profit Corporation Law, subject to any limitations provided in the Not-for-Profit Corporation Law or any other statute of the State of Florida.

Nothing herein shall authorize this corporation, directly or indirectly, to engage in, or include among its purposes, any of the activities mentioned in Not-for-Profit Corporation Law, Chapter 617, Florida Statute.

**Five** : The names and addresses of the initial Directors/ Officers of this corporation are as follows:

The affairs of this corporation shall be managed by a Board of Directors who shall be elected as provided in the by-laws, and by officers who shall be elected by the Board of Directors. The officers to be elected in such fashion shall be a president, a secretary and a treasurer and such other officers as may be provided for in the by-laws of this corporation. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be as provided in the by-laws.

The number of Directors and the manner of filling vacancies in the Board of Directors shall be provided in the by-laws of this corporation. The number shall not be less than three, but may be any number in excess thereof. A quorum for the transaction of business shall

be a majority of the Directors qualified and active, and the act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Directors. Meetings of the Directors may be held within or outside of State of Florida. The names and addresses of the members of the first Board of Directors, who, subject to these Articles, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first yeas of this corporation's existence, and until their successors have been duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Elder Uriah Campbell	410 West 36 <sup>th</sup> Street Riviera Beach, Fl 33404
Monica Robinson	3508 Riverside Drive Coral Springs, Fl 33065
Kathleen Williams	4109 Woodside Drive Coral Springs, Fl 33065
Hepsilyn Williams	300 West 38 <sup>th</sup> Street Riviera Beach, Fl 33065
Mark A. Campbell	120 Benchley Place Bronx, NY 10475

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner

required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons. Neither the members nor the members of the Board of Directors or officers



of the Corporation shall be liable for the debts of the Corporation.

**Six :** The office of the corporation is to be located in the county of PALM BEACH, State of FLORIDA.

**Seven :** The name and Florida Street Address of the initial Registered Agent is as follows:

Elder Uriah Campbell  
410 West 36th Street  
Riviera Beach, Fl 33404

**Eight:** Amendment:

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**Nine:** State and Federal Exemptions:

State and Federal Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in 501 © (3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under IRC 501 © (3) or corresponding provision of any subsequent Federal tax laws.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director,

officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer, of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. exemption language for Religious Corporation seeking exemption.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation [ except as otherwise provided by IRC 501 (h) ] or participating in, or intervening in ( including the publication or distribution of statements ), any political campaign on behalf of any candidates for public office.


In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC 501 © (3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida. In any taxable year in which the corporation is a private foundation as described in IRC 509 (a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the corporation shall not (a) engage in any act of self- dealing as defined in IRC 4941 ( d), retain any excess business holdings as defined in IRC 4943 (c), ( b) make any investments in such manner as to subject the corporation to tax under IRC 4944, or ( c) make any taxable expenditures as defined in IRC 4945 ( d) or corresponding provisions of any subsequent Federal tax laws.

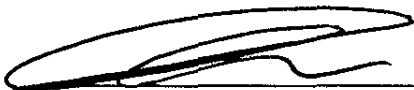
Ten : The name and address of the incorporator is as follows:

Assam and Associates, Esqs.  
6501 North West 51 Street  
Lauderhill, Fl 33319

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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.

  
11/21/05  
Pastor Uriah Campbell, Registered Agent

  
11/21/05  
Assam and Associates By  
R. Persad, Incorporator