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SECRETARY OF STATE
TALLAHASSEE, FL 32301

0.8.12

COVER LETTER

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

SUBJECT: Teen Missions in Brazil, 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: Robert M. Bland

Name (Printed or typed)

885 E. Hall Rd.

Address

Merritt Island, FL 32953

City, State & Zip

321-453-0350

Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
TEEN MISSIONS IN BRAZIL, INC.
(a non-profit corporation)**

FILED
05 DEC 15 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of corporation, adopt the following Articles of Incorporation for a corporation not for profit pursuant to Chapter 617 of the Florida Statutes.

ARTICLE I – Name

The name of the Corporation is: TEEN MISSIONS IN BRAZIL, INC.

ARTICLE II – Principal Office

The principal place of business and mailing address of this corporation shall be: 885 East Hall Road, Merritt Island, Florida 32953...

ARTICLE III – Duration

This corporation is to exist perpetually and shall commence with the date of subscription and acknowledgment.

ARTICLE IV – Purpose

The purpose for which the corporation is organized and operated is to train and equip youths and adults to spread the Gospel of Jesus Christ in Brazil through teen and adult work, evangelism

teams, Bible and missionary and life skills training, ministry to children who do not have a sustaining family, making funds available through loans to help build Christian churches in the US and using the interest to operate overseas church and orphanage and other Christian ministry, agriculture, film and video ministry, individual efforts, and any other available means, and the corporation shall be authorized to engage in such activities as may be necessary and proper to accomplish the foregoing objects and purposes, not without the scope of the subsequent paragraphs of this Article IV.

The corporation is organized and operated exclusively for charitable, religious, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986.

No part of the net earnings, gains or assets of the corporation shall inure to the benefit of or be distributable to its directors, officers, other private individuals, or organizations organized and operated for a profit (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 as hereinabove stated). 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 be empowered to make the election authorized under section 501(h) of the Internal Revenue Code of 1986. The corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision herein, the corporation shall not carry on any activities not permitted to be carried on –

(a) by an organization exempt from federal income taxation under section 501(a) of the

Internal Revenue Code of 1986 as an organization described in section 501(c)(3) of such Code,
or

(b) by an organization, contributions to which are deductible under sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986.

References herein to sections of the Internal Revenue Code of 1986 are to provisions of such Code as those provisions are now enacted or to corresponding provisions of any future United States revenue law.

ARTICLE V – Corporate Powers

To further the corporation's objects and purposes, the corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, not without the scope of Article IV hereof, including, but not by way of limitation, to contract, rent, buy or sell personal or real property, to receive gifts, bequests and contributions in any form, to use, apply, invest and reinvest the principal and/or income therefrom or distribute the same for the above purposes of the corporation, and to act as trustee of property in which any beneficial interest is owned by any qualified organization.

ARTICLE VI – Membership

The membership of this corporation shall consist of the persons hereinafter named as incorporators and such other persons as, from time to time hereafter, may become members in the manner provided in the Bylaws. The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income,

property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments. Except as provided in this Article VI, the qualifications for members and the manner of their admission to membership in the corporation shall be set forth in the Bylaws of the corporation.

ARTICLE VII – Amendment of Articles of Incorporation

These Articles of Incorporation may be amended by the affirmative vote of two-thirds of the members at any meeting of the members, or by the written consent thereto by all of the members, as set forth in Section 617.1002 of the Florida Statutes as now enacted, or in corresponding provisions of any future Florida Not For Profit Corporations Statute.

ARTICLE VIII – Bylaws

The Bylaws of this corporation shall be adopted at the first meeting of the Board of Directors by the affirmative vote of a majority of the directors. The Bylaws may be amended or repealed by the affirmative vote of two-thirds of the members at a meeting of the members, or by the written consent thereto by all of the members.

ARTICLE IX – Election or Appointment of Directors

The manner of election or appointment of directors shall be provided in the Bylaws.

ARTICLE X – Board of Directors

The Board of Directors shall be empowered to exercise all corporate powers and to manage the

business and affairs of this corporation. The number of directors constituting the Board of Directors of the corporation may be increased or decreased in accordance with the Bylaws of the corporation but shall be no less than three (3) in number.

The number, qualifications, method of election, terms of office, and such other provisions with respect to directors and officers as are not inconsistent with the express provisions of these Articles of Incorporation shall be as provided in the Bylaws of this corporation.

The Directors of the corporation shall have full authority, consistent with these Articles of Incorporation and the corporation's Bylaws, to regulate the internal affairs of the corporation and to establish policies.

ARTICLE XI – Distribution of Assets on Dissolution or Final Liquidation

In the event of dissolution or final liquidation of the corporation, the board of directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation to one or more of the following categories of recipients as the board of directors of the corporation shall determine:

(a) a non-profit organization or organization which may have been created to succeed the corporation, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 170(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in section 501(c)(3) of such Code; and/or

(b) a nonprofit organization or organizations having similar aims and objects as the

corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 170(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in section 501(c)(3) of such Code.

References herein to sections of the Internal Revenue Code of 1986 are to provisions of such Code as those provisions are now enacted or to corresponding provisions of any future United States revenue law.

ARTICLE XII – Initial Registered Office and Registered Agent

The initial registered office of the corporation in the State of Florida is
885 East Hall Road, Merritt Island, Florida 32953.

The name and address of the initial resident agent of the corporation at such address is
Robert M. Bland, 885 East Hall Road, Merritt Island, Florida 32953.

ARTICLE XIII - Incorporators

The name and address, including street number if any, of each incorporator is:

Robert M. Bland	293 Lauren Ct., Merritt Island, Florida 32952
Gayle Will	491 Seacrest Ave. Merritt Island, FL 32952
Katherine S. Vanderpool	867 East Hall Road, Merritt Island, FL 32953

IN WITNESS WHEREOF, the undersigned incorporators have signed these Articles of

Incorporation on this 13th day of December, 2005.

Robert M. Bland Dec 13 '05

Signature

December 13, 2005

Date

Gayle Will
Dec. 4: 13, 19

Signature

December 13, 2005

Date

Katherine S. Vanderpool

Signature

December 13, 2005

Date

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 M. Bland
Dec 13 '05

Signature

December 13, 2005

Date

FILED
05 DEC 15 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA