

DEC. 16. 2005 5:04PM
Division of Corporations

BUSH ROSS P A

NO. 5076 Page 1 of 1

N05000012684

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000287409 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : BUSH ROSS, P.A.
Account Number : 119990000150
Phone : (813) 224-9255
Fax Number : (813) 223-9620

Attn: Sandy Duncan
Client no: 11111.1111

FLORIDA NON-PROFIT CORPORATION

MINISTERIO NUEVA ESPERANZA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED
05 DEC 19 AM 10: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

T. Burch DEC 20 2005

ARTICLES OF INCORPORATION
OF
MINISTERIO NUEVA ESPERANZA, INC.
(A Florida Corporation Not-for-Profit)

FILED
05 DEC 19 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a "Corporation Not-for-Profit" in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the Legislature of the State of Florida, for the sole purpose of organizing a non-profit corporation and to that end to hereby set forth the following:

ARTICLE I

Name

The name of the Corporation shall be Ministerio Nueva Esperanza, Inc. (the "Corporation"). Pending any change authorized by the Corporation's Board of Directors, its mailing address shall be 8332 Vernon Drive, Fort Myers, Florida 33907.

ARTICLE II

Address of Registered Office

The street address of the initial registered office of this Corporation is 220 S. Franklin Street, Tampa, Florida 33602, and the name of the Registered Agent of this Corporation at that address Randy K. Sterns.

ARTICLE III

Purpose

The purpose of this Corporation is as follows:

- a. To maintain regular services, both for devotional and public worship;
- b. To proclaim earnestly the Gospel message, and to urge its personal acceptance;
- c. To promote systematic Bible study, to train for Christian service and to encourage in every possible way, life enlistment in some form of Christian ministry congruent with each individual's spiritual gift(s);
- d. To be a dynamic spiritual fellowship empowered by the Holy Spirit to share Christ through the preaching, teaching, and the living out of God's Word by cooperating with our prayers, gifts, and services to missionary and benevolent undertakings, and to establish and promote the Kingdom of Christ throughout the world.

e. The Corporation shall have the power to acquire and hold title in fee simple, in trust, acquired by gift, or otherwise, to both real and personal property, and to improve, encumber, sell, convey, use, lease, mortgage, and dispose of all such property in conformity with the Church Constitution and Bylaws of the Corporation, and shall be further authorized to exercise each and every power and right granted to a corporation not-for-profit under the laws of the State of Florida as may be necessary for the furtherance of its purposes; all in accordance with its Church Constitution and Bylaws or as the same may be hereafter modified or amended;

f. To accept tithes, donations and contributions in furtherance of the Corporation's objectives, to prudently expend all funds received and, in its discretion or in accordance with any restrictions placed upon contributions received, to disburse the net interest and other earnings that may be received, as well as needed portions of its principal in satisfaction of its operating expenditures and expenses and in furtherance of the purposes set forth above;

g. To perform all other acts and carrying on and conduct all other activities necessary or useful in connection with or incidental to the accomplishment of any of the purposes set forth herein to the full extent permitted by the laws of the State of Florida, and these Articles; and

h. Notwithstanding any other provision of these Articles, the purposes for which this Corporation is organized are exclusively religious and charitable, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, from time to time.

ARTICLE IV

Membership

The Corporation shall have members and the members of the Corporation will be required to meet the qualifications set forth in the Corporation's Constitution and Bylaws; provided, however, neither the incorporators nor the members of the Corporation shall have any vested right, interest or privilege of, in or to the assets of the Corporation, or any right, interest or privilege which may be inheritable or which shall continue once his membership ceases in the Corporation.

ARTICLE V

Incorporator

The names and addresses of the incorporator of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Randy K. Sterns	220 S. Franklin Street Tampa, Florida 33602

(((H05000287409 3)))

ARTICLE VIOfficial Board/Officers

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Trustees, the precise number of which shall be set by the Constitution and Bylaws of the Corporation, provided that there shall be a minimum of three trustees at all times. Each member of the Board of Trustees shall be elected in the manner and for the term prescribed in the Church Constitution and Bylaws, and shall hold office until their respective successors are duly elected and qualified. Unless amended by the Church Constitution and Bylaws of the Corporation, the Senior Pastor shall serve as an ex officio member of the Board of Trustees.

The officers who shall manage the affairs of the Corporation are:

a. The Chairman of the Trustees who shall carry out the duties of a president of the Corporation. The Chairman shall be elected in the manner and for the term prescribed in the Church Constitution and Bylaws, and shall hold office until his successor is duly elected and qualified.

b. A Secretary, Treasurer and such other officers as may, in the opinion of the Board of Trustees, be necessary to adequately administer the affairs of the Corporation. All officers shall be elected and any vacancies filled in the manner set forth in the Church Constitution and Bylaws.

ARTICLE VIIBylaws

The initial Bylaws of the Corporation shall be adopted by the Board of Trustees and may be altered, amended or rescinded in a manner provided by the Church Constitution and Bylaws.

ARTICLE VIIIAmendments

Amendments to the Articles of Incorporation shall be proposed and adopted at a duly constituted meeting of the members of the Corporation in the manner set forth in the Church Constitution and Bylaws.

(((H05000287409 3)))

ARTICLE IX

Term

The term of the Corporation shall be perpetual or until dissolved by due process of law.

ARTICLE X

Distribution of Assets

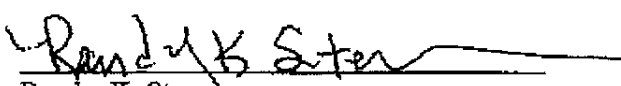
In the event of dissolution of this Corporation, the residual assets of the Corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, under any other corresponding provision of any future United States Internal Revenue Code.

ARTICLE XI

DEFENSE AND INDEMNIFICATION
OF OFFICERS AND DIRECTORS

The Corporation shall defend, indemnify and hold harmless every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct."

IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation, for the purpose of forming this nonprofit charitable corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 16th day of December, 2005.


Randy K. Stern

367640.1

DEC. 16. 2005 5:06PM

BUSH ROSS P A

NO. 5076 P. 6

((H05000287409 3)))

**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, MINISTERIO NUEVA ESPERANZA, INC., desiring to organize under the laws of the State of Florida, hereby designates Randy K. Sterns, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

MINISTERIO NUEVA ESPERANZA, INC.

By: Randy K. Stern
Randy K. Sterns, Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

Randy K. Stern

367640.1

((H05000287409 3)))