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COVER LETTER

Jean Daniel Francois Rev. Pastor, Incorporator  
2626 NW 60<sup>th</sup> Way,  
Sunrise, Florida 33313

FILED

2006 MAR -9 PM 2:17

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Date 03/4/2006

Corporate Filings Office  
Department of State  
Division Of Corporation  
P.O. BOX 6327  
Tallahassee, FL 32314

Corporate Filings;

I enclose an original and 1 copy pf the proposed Articles of Incorporation of: L' Eglise  
De Dieu De Sarepta, Inc.

Please file the Articles of Incorporation and return a Certificate of Incorporation and file-  
stamped copy of the original Articles to me at the above address.

A check/ money order in the amount of \$ 90.50 made payable to your office for  
total filing and processing fee is enclosed.

Sincerely,



Jean Daniel Francois, Reverend Pastor, Incorporator

**ARTICLES OF INCORPORATION  
OF  
EGLISE CHRETIENNE DE MAHANAIM, INC.  
A NON- FOR- PROFIT CORPORATION**

**FILED**  
2006 MAR -9 PM 2: 17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator and / or Subscriber of a corporation pursuant to Chapter 617, Under the NOT FOR PROFIT CORPORATION ACT of the State of Florida Statutes, adopts the following Articles of Incorporation for such corporation.

**Article 1**  
**Name of Corporation:**

The name of this corporation hereinafter referred to, as the "Corporation" shall be  
**EGLISE CHRETIENNE DE MAHANAIM, INC.**

**Article 2.**  
**Principal Office:**

The Principal Place of Business and mailing address of this corporation shall be:

- A) Business Address: 1533 NE 164<sup>th</sup> Street, North Miami Beach, Florida 33161
- B) Mailing Address: 2626 NW 60<sup>th</sup> Way, Florida 33313

**Article 3:**  
**Statement of Purpose**

A) EGLISE CHRETIENNE DE MAHANAIM, INC.

The purpose of this corporation shall be to establish and maintain a church and to provide a place of public worship, in the State of Florida, the United States and International, to establish, maintain and conduct schools for religious instruction of the young, children, adults, and people of all ages, and to further other religious and charitable work, and to that end may adopt and establish By- Laws and make all rules and regulations deemed necessary and expedient for the management of its affairs, in accordance with law and not inconsistent with these Articles of Incorporation; and, to take, manage, hold and dispose of the property, real and personal of the corporation.

#### B) Missionary Efforts:

The purposes of this corporation are as follow: To provide facilities for missionaries, clergy, other religious workers and their families who work in establishing, and furthering Christian Missionary throughout the world and the general diffusion the specific and primary purpose for which this corporation is formed is to provide a house of worship where missionaries and other workers may otherwise prepare in the United States. In connection with its purpose, this corporation may provide any and all kinds of facilities and Services necessary or desirable to further the purpose of the corporation, and it may transact any and all business, engage in any and all activities and do any all things which are lawful for a nonprofit corporation under the laws of the State of Florida.

#### C) Religious Publication:

To publish and disseminate religious newspapers, books, tracks, Sundays school publications, and the like, and to obtain funds by gifts, collections bequests, and otherwise for the diffusion of sound religious literature.

#### D) Constructive Evangelism:

To enlist and organize men and women to labor in behalf of needy and destitute women and children in all parts of the State of Florida and internationally without distinction of race and to cooperate with other societies and agencies of the Christian church in education and missionary work; to employ men and women to in destitute localities; to instruct the ignorant and unfortunate in the practice of industry and economy and in the principles of sanitary laws and morality, and to establish schools internationally.

#### E) Christian Education:

To establish and maintain a school, institute or college, for the instruction in and the promotion of the Christian faith and principles and studies for the intellectual, moral, spiritual and physical development and improvement and mankind, and for the promotion of the harmony, health and happiness of mankind, and to apply such principles and teachings for such purposes including the treating of diseases and ailments of persons anywhere; and also in that connection, and to further carry out these objectives, this corporation shall have power to establish and maintain a sanatorium for the treatment and healing of diseases and ailments of persons, and to receive and treat patients; to furnish food and other aids and necessities recommended by this corporation; to use all lawful and usual methods and means of educating, aiding and treating its students and patients; to provide such instruction and aid to persons who personally attend the courses of study and instruction, as well as those who are at a distance; to grant diplomas and confer degrees on its students who are deemed proficient and fitted to receive them.

F) Worship Of God And Preaching The Gospel:

The objective for which this corporation is formed is for the worship of Almighty god and the preaching of the Gospel; to benefit the poor and needy by ministering to their needs and necessities; by assisting them to establish themselves in life by bring their minds and hearts under the influence of education and Christian religion by aiding the erring; the sick, the aged and homeless and by otherwise promoting their welfare according to the rules and regulations and doctrines and disciplines and usages of the Christian faith and doctrines and to carry on every kind of work necessary and incidental to the maintenance of such religious, educational, charitable and philanthropic work, but all such work shall be conducted not for pecuniary profit.

G) Branch Learning Organizations:

For the accomplishment of these objects it has power to establish branch organizations; to establish a library or libraries; to print, publish, bind and distribute such books, magazines, papers and other literature as will further carry out the objectives of this corporation; to lease suitable building and equipment, and to acquire by purchase of gifts such personal and real property as may be necessary to carry out the objectives of this corporation, and to receive subscriptions and to take, hold and mange real and personal property conveyed to it in trust, the income from which is to be applied to the uses and purposes of this corporation, and to execute such trusts; to mortgage or otherwise encumber any of its property, or to sell and convey the same; to permit the uses of any of its property for religious, educational, benevolent, or other lawful purposes.

H) Real Estate Acquisition:

Missionary work among the poor, the improvement of the social condition of the poor children, mutual religious improvement, the training of clergy and other missionary work, and the purpose, rental, or acquisition of such real estate or the erecting of such buildings are necessary for the above mentioned purposes.

I) Branch Churches:

The corporation shall have the power to organize, conduct and supervise Branch churches throughout, Florida, the United States and internationally, Which Churches shall have the same powers as are conferred in these Articles, but shall be subject to and under the control of the incorporated in these Articles.

J) Family Values and Community Involvement:

The purpose for which this corporation is formed shall be educational, Philanthropic and civic to the end that the manner shall become more efficient in their homes, broader in their sympathies and more forceful in raising the standard of civic morality.

K) Christian Fellowships:

To encourage among the members closer personal acquaintance and friendly spirit of mutual cooperation, and the fostering of Christian fellowship.

**Article 4**  
**Manner of Election**

**BOARD OF DIRECTORS:**

The classes, right, privileges, qualifications and organizations of members of this corporation are as follows:

A) The management of this corporation shall be vested in a board of not less than Five nor more than twenty-one directors chosen ballot from the active board of directors which shall organize department and branches, and shall have supervision of all work of the corporation and shall make all contracts and leases.

The name and addresses of the persons who shall serve as directors until the first annual meeting of members or until their successors shall have been elected every three years and qualified, are as follows; One-third of the board of directors shall be elected by ballot every Two years, cast by the active Board of Directors nominating committee at each annual meeting to serve for a period of two years, The Board shall have the power to fill any vacancy occurring in the interim of annual meetings

B) The control and management of the affairs of this corporation shall be vested in a board of Directors or not less than five nor more than twenty-one (21)

**Article 5**  
**Initial directors and/ or Officers**

The number of Initial directors of this corporation shall be five and the names and addresses of the initial Directors are as follows:

Name	Address
Jean Daniel Francois, Rev. Pastor	2626 NW 60 <sup>th</sup> Way, Sunrise, Florida 33313
Judith Mode	2626 NW 60 <sup>th</sup> Way Sunrise, Florida 33313
Leslie Baptiste	851 NW 151 <sup>st</sup> Street Miami, Florida 33169

Yolene Bazile

353 NE 160<sup>th</sup> Terrace  
Miami, Florida 33162

Josenyl Jacques

18701 NW 3<sup>rd</sup> Court, Apt# 129  
Miami, Florida 33179

**Article 6 Corporate Officers:**

The Board of Directors shall elect the following: President, vice President, Secretary, Assistant Secretary, Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officer shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Name	Address
President:	Jean Daniel Francois 2626 NW 60 <sup>th</sup> Way Sunrise, Florida 33313
Vice President:	Judith Mode 2626 NW 60 <sup>th</sup> Way Sunrise, Florida 33313
Secretary:	Leslie Baptiste 851 NW 151 <sup>st</sup> Street Miami, Florida 33169
Treasurer	Yolene Bazile 353 NE 160 <sup>th</sup> Terrace Miami, Florida 33162
Assistant Secretary:	Josenyl Jacques 18701 NW 3 <sup>rd</sup> Court Apt# 129 Miami, Florida 33179

## Article 7

### Corporation Not For Profit Tax Exempt Status

At all times, and notwithstanding the merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation of law.

- A. This corporation shall not possess or exercise any power or authority either expressly by interpretation or by operation of law that will or might prevent it at any time from qualifying, and continuing to qualify as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (hereafter sometimes referred to as the "code", contribution to which are deductible for federal income tax purposes; nor shall it engage directly or indirectly in any activity which might cause the loss of such qualification.
- B. No part of the assets or net earning of these corporations shall ever be used, nor shall this corporation ever be organized or operated, for purposes that are not exclusively religious, charitable, scientific, literary, or educational within the meaning of Section 501 (c)(3) of the Code of 1954 and / or any future provisions of the United States Laws allow the same for A Non For Profit Corporation of the State of Florida.
- C. This corporation shall never be operated for the primary purpose of carrying on a trade or business profit.
- D. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall it participate or intervene in any manner, or to any extent, in any political campaign on behalf of any candidate for public office, whether by publishing or distributing statements, or otherwise.
- E. At no time shall this corporation engage in any activities which are unlawful under the laws of the United States of America, the State of Florida or another jurisdiction where its activities are carried on; nor shall it engage in any transaction defined at the time as prohibited under the Internal Revenue Code of 1954.
- F. No compensation, loan or other payment be paid or made to any officer, director, incorporator of this corporation, or substantial contributor to it, unless such payment is permissible under paragraph H of this Article and except as reasonable compensation for services rendered and/ or as a reasonable allowance for authorized expenditures incurred on behalf of this Corporation; and no part of the assets or the earnings, current or accumulated, of this corporation shall ever be distributed to or divided among any such persons, or inure to, be used for accrue to or to the benefit of any such person or private individual ( pursuant to the prohibition contained in Section 501(c )(3) of the Internal Revenue Code of 1954)



G. No solicitation of contributions to this corporation shall be made, and no gift bequest or devise to this corporation shall be accepted upon any condition or limitation, which, in the opinion of the corporation, may cause the corporation to lose its exemption from payment of federal income tax.

H. Notwithstanding any other provisions of these articles, if at any time or times the corporation shall be a "private Foundation" as defined in section 509 of the Code, than during such time or times the corporation shall distribute its income for each taxable year at such time and such manner as not to subject the corporation to tax under Section 4942 of the code.

- a. Upon the termination, dissolution or winding up of this corporation in any manner or for any reason, its assets, if any remaining after payment (or provision for payment) for all liabilities of the corporation, shall be distributed to and only to one or more organizations described on section 501(c)(3) of the code, and such organization or organizations shall not be "private foundations" within the meaning of the Internal Revenue Code and shall not be "publicly supported" within the meaning of that code.
2. Any references herein to any provisions of the Internal Revenue Code of 1954 shall be deemed to mean such provisions as now or hereafter existing amended, supplemented, or supersede as the case may be.

#### **Article 8. Duration of Corporation**

The period of duration of this corporation is perpetual, unless dissolved according to law corporate existence shall commence upon the filing of these Articles of Incorporation with the secretary of state, State of Florida

**Article 9 Incorporator of Corporation**

The name (s) and address (es) of the Incorporator(s) and / or Subscriber (s) is / are:

Jean Daniel Francois, Rev. Pastor 2626 NW 60<sup>th</sup> Way, Sunrise, Florida 33313

  
\_\_\_\_\_  
Jean Daniel Francois Rev. Pastor, Incorporator

03/04/06  
Date

OFFICE OF THE  
CLERK OF THE  
STATE  
TALLAHASSEE, FLORIDA

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**Article 10, Registered Agent**

The Name and Florida Street address of the Registered Agent is:

Jean Daniel Francois, Rev. Pastor, 2626 NW 60<sup>th</sup> Way, Sunrise, Florida 33313

  
\_\_\_\_\_  
Jean Daniel Francois Rev. Pastor, Registered Agent


03/04/06  
Date

**Article 11. Territory of Corporation:**

The territory in which the operations of the Corporation are principally to be conducted at: 1533 NE 164<sup>th</sup> Street, North Miami, Florida 33161, as well as the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

**Article 12. Acknowledgement of Incorporator and Registered Agent:**

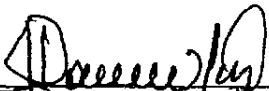
Having been named as Registered Agent and to accept services of process for the States Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Jean Daniel Francois Rev. Pastor, Registered Agent

03/04/06  
Date

The undersigned Incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

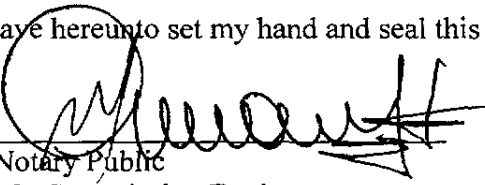
I, the undersigned, being the Incorporator/ and or Subscriber of this corporation, for the purpose of forming this nonprofit corporation under the laws of the state of Florida, have executed these Articles of Incorporation, this 4th day of March 2006

  
\_\_\_\_\_  
Jean Daniel Francois Rev. Pastor, Incorporator

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, the above named person (s) personally appeared before me and is/ are personally known to me/ or produced DRIVER LICENSE D540-250-56-443 as identification and that this/ these person(s) executed the foregoing articles of Incorporation and he/ they acknowledge to and before me that he/ they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4th day of March 2006

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:

