

12/14/2006 1:33 PM FAX 407 423-1831

DEAN MEAD ORLANDO

0001

Division of Corporations

Page 1 of 1

NO6000012792

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.

((H06000295234 3)))



H060002952343ABC+

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:

CARL MATTHEWS

Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.A.
Account Number : 076077001702
Phone : (407)841-1200
Fax Number : (407)423-1831

FILED
06 DEC 14 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Gateway of Hope, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 06 |
| Estimated Charge | \$78.75 |

Electronic Filing Menu

Corporate Filing Menu

Help

JDC
12/15
099999-090207

(((H06000295234 3)))

**ARTICLES OF INCORPORATION
OF
GATEWAY OF HOPE, INC.**

FILED

06 DEC 14 AM 11:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby form a corporation not for profit under the laws of the State of Florida and adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be Gateway of Hope, Inc.

**ARTICLE II - ADDRESS OF PRINCIPAL OFFICE
AND MAILING ADDRESS OF CORPORATION**

The address of the principal office of the corporation is 861 Sky Ridge Road, Clermont, Florida 34711, and the mailing address of the corporation is 861 Sky Ridge Road, Clermont, Florida 34711.

ARTICLE III - PURPOSES AND POWERS OF CORPORATION

A. The corporation is organized exclusively for religious, charitable, scientific, literary and educational purposes, including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of this corporation shall include, but shall not be limited to, engaging in a Christian mission to provide healthcare in the country of Ghana, to

(((H06000295234 3)))

(((H06000295234 3)))

provide education in the country of Ghana, and to provide assistance to impoverished people in the country of Ghana.

B. This corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.

C. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth in this Article III.

2. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

3. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

(((H06000295234 3)))

(((H06000295234 3)))

4. If the corporation is, or shall ever be, classified as a "private foundation", as defined in Section 509(a) of the Code, the following provisions shall apply for so long as it remains a private foundation:

(i) The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(ii) The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(iii) The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code.

(iv) The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

(v) The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE IV - ELECTION OF DIRECTORS

The Board of Directors of the corporation shall be elected as provided in the Bylaws.

The Board of Directors shall at all times consist of at least three (3) persons.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 1675 Lee Road, Winter Park, Florida, and the name of the initial registered agent of the corporation is Jojo Entsuah. ³²⁷⁸⁹⁻²²⁰⁷ The Board of Directors may from time to time designate a new registered office and registered agent.

(((H06000295234 3)))

(((H06000295234 3)))

ARTICLE VI - INCORPORATORS

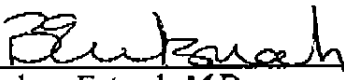
The names and addresses of the incorporators of this corporation are:

| <u>Name</u> | <u>Address</u> |
|-----------------------|--|
| Barbara Entsuah, M.D. | 861 Sky Ridge Road Clermont, FL 34711 |
| Jojo Entsuah, P.E. | 861 Sky Ridge Road Clermont, FL 34711 |

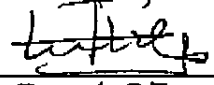
ARTICLE VII - DISSOLUTION OF CORPORATION

Upon the dissolution of this corporation, after the payment or provision for the payment of all of the liabilities of this corporation, all of the assets of this corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any member, director, trustee, officer or other private person, other than as reasonable payment for services rendered by such person.

IN WITNESS WHEREOF, the undersigned incorporators have made and subscribed these Articles of Incorporation at Orlando, Florida, this 31 day of October, 2006.



Barbara Entsuah, M.D.



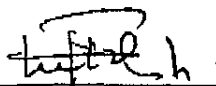
Jojo Entsuah, P.E.

(((H06000295234 3)))

(((H06000295234 3)))

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.



Jojo EntsuahDate: October 31, 2006

FILED
06 DEC 14 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(((H06000295234 3)))