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CS. 2-26

**Donald Bain Ministries, Inc.
P.O. Box 541037
Opa-Locka, Florida 33054**

February 9, 2007

Florida Department of State
Division of Corporations
ATTN: New Filings Division
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation

Dear Representative(s):

Enclosed, please find the Re-States Articles of Incorporation for Donald Bain Ministries, Inc., a newly formed Florida Non-Profit Corporation, along with a check for \$ 78.75 for the following:

\$	8.75	Certified Copy Fee
\$	35.00	Filing Fees
\$	<u>35.00</u>	<u>Registered Agent Designation</u>
\$	78.75	TOTAL ENCLOSED

Please process expeditiously. For additional information, please feel free to contact me at (727) 565-3363.

Thanks in advance for your assistance.

Very truly yours,
Donald Bain Ministries, Inc.



President

DONALD BAIN MINISTRIES, INC.
(A Corporation Not For Profit formed under the laws of The State of Florida)

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ARTICLE I – Statement of Incorporation

The undersigned President and Resident Agent, Donald Bain, whose address is 2020 NW 69th Terrace Miami, Florida 33147, being at least eighteen years of age, does hereby form a corporation under the laws of the State of Florida.

ARTICLE II – Name of Corporation

The name of the corporation is **Donald Bain Ministries, Inc.**

ARTICLE III – Purposes

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 © (3) of the Internal Revenue Code (IRC), or corresponding section of any future federal tax code.

The corporation may transact any lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida. The specific purpose(s) for which the corporation is organized are Community Development through training and service.

ARTICLE IV – Principal Office

The street address of the principal office of the corporation is 2020 NW 69th Terrace Miami, Florida 33147

ARTICLE V – Resident Agent

The name of the registered agent of the corporation in Florida is Donald Bain, 2020 NW 69th Terrace, Miami, FL 33147

ARTICLE VI – No Authority to Issue Capital Stock

The corporation has no authority to issue capital stock.

ARTICLE VII – Directors

The Corporation shall never have less than three (3) Directors. The business affairs of this Corporation shall be managed by a minimum of three officers/directors, each of whom shall be of full age, and all of whom shall be citizens of the United States. The directors shall be replaced or elected for a new term at the annual election of officers of the corporation. The officer/directors shall have full power and authority to make and

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enforce the By-laws of the Corporation, and to propose, adopt, alter, amend, or rescind same at the regular business meeting or at the annual business meeting. The limitation upon the authority of the directors and officers of this corporation shall be of such that there shall be no change in the By-laws of the corporations, save and except by a majority vote cast at the regular business meeting or at the annual business meeting, for the purpose of amending, changing, adopting, or rescinding the By-laws or Articles of Incorporation. The names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are:

Donald Bain, 2020 N.W. 69th Terrace Miami, Florida 33147
President

William L. Higgs, 10801 N.W. 19th Ave Miami, Florida 33167
Vice-President

Steven L. Higgs, 9010 N.W. 15th Ave Miami, Florida 33147
Secretary/Treasurer

ARTICLE VIII – Net Earnings, and Dissolution of Corporation

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal tax income under section 501 (c) (3) of the Internal Revenue Code (IRC), or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code (IRC), or corresponding of any federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 c 3 of the Internal Revenue Code, or the corresponding section of any future federal tax 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 a Court of Competent Jurisdiction of the City or 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 WITNESS WHEREOF, I have signed these articles and acknowledge the same to be my act.

SIGNATURE OF INCORPORATOR:


Donald Bain

I hereby consent to my designation in this document as resident agent for this corporation.

SIGNATURE OF REGISTERED AGENT LISTED IN ARTICLE V


Donald Bain

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