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ARTICLES OF INCORPORATION  
OF  
CENTERS FOR JEWISH CHRISTIAN DIALOGUE, INC.

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TALLAHASSEE, FLORIDA

We the undersigned, do hereby make, subscribe, acknowledge, and file with the Secretary of State of Florida these Articles of Incorporation for a corporation not for profit under the provisions of Florida Statutes, Chapter 617.

ARTICLE I - NAME

The name of the corporation shall be CENTERS FOR JEWISH CHRISTIAN DIALOGUE, INC.

ARTICLE II - TERM OF EXISTENCE

This corporation shall begin its existence immediately and shall continue thereafter perpetually.

ARTICLE III - PURPOSE

(A) The purposes of this corporation are religious within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1954 or any corresponding future provisions of the Internal Revenue Code. The corporation shall receive and administer funds exclusively for these purposes without pecuniary gain or profit, incidental or otherwise, to its officers or directors.

(B) This corporation shall carry on any activity and deal with and expend such property or income therefrom for any of the foregoing purposes without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Certificate of Incorporation, or any other limitations as may be prescribed by law, provided that no such activity shall be such as is not permitted by a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 or any corresponding future provision of the Internal Revenue Code, and provided further that no part of the net earnings of this Corporation shall inure to the benefit of any member or private individual and no member, officer, or director of the Corporation shall receive any pecuniary benefit from the Corporation, except such reasonable compensation as may be allowed for services actually rendered to the Corporation.

#### ARTICLE IV - MEMBERS

The incorporators will constitute the initial membership of the Corporation. Future membership will be determined according to the provisions of the By-Laws. The Board of Directors shall review the membership roll not less than 30 days prior to the annual meetings of the Corporation and not less than 10 days prior to any specially called meeting in accordance with the provisions of the By-Laws.

#### ARTICLE V - DIRECTORS

The Directors of the Corporation shall be appointed in such manner, and for such terms, and for such conditions as shall be provided in the By-Laws of the Corporation. The number of Directors constituting the Board of Directors shall be fixed by the By-Laws of the Corporation, but shall not be less than three (3) nor greater than seven (7). Election of Directors shall be at the annual meeting of the Corporation on the second Tuesday in January. The number of Directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as the initial Directors until the first meeting or until their successors be elected and qualified are:

John G. Ter Louw  
7880 Briarcreek Road W.  
Tallahassee, Florida 32312

John W. Swails, III  
8010 S. Evanston  
Tulsa, Oklahoma 74136

Felipe Ornelas  
6421 S. 23<sup>rd</sup> West Avenue, Apt. 1614  
Tulsa, Oklahoma 74132

#### ARTICLE VI - MANAGEMENT

The affairs of the Corporation shall be managed by the Directors and such officers as shall be appointed by the Directors as set forth in the By-Laws of the Corporation.

#### ARTICLE VII - EARNINGS

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 carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

#### ARTICLE VIII – DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purpose of the Corporation or to such organization or organizations organized and operated exclusively for religious, charitable, or educational purposes which are qualified under section 501 (c) (3) of the Internal Revenue Code of 1954 or any corresponding future provision of the Internal Revenue Code. 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 for such purposes as designated in section 501 (c) (3) of the Internal Revenue Code of 1954 or any corresponding future provision of the Internal Revenue Code.

#### ARTICLE IX - REGISTERED AGENT

The Registered Agent for process of service for the Corporation shall be John G. Ter Louw whose address is 7880 Briarcreek Road W., Tallahassee, Florida 32312. The registered office of the Corporation shall be 7880 Briarcreek Road W., Tallahassee, Florida 32312. The principal address is the same.

#### ARTICLE X - SUBSCRIBERS

The name and resident address of each subscriber to these Articles of Incorporation is as follows:

John G. Ter Louw  
7880 Briarcreek Road W.  
Tallahassee, Florida 32312

#### ARTICLE XI - AMENDMENTS

Every amendment to the Articles of Incorporation or the By-Laws shall require a two-thirds majority approval by the Board of Directors.

IN WITNESS WHEREOF, we the undersigned being each of the original subscribers to the foregoing Articles of Incorporation, have hereunto set our hands and seals this 5<sup>th</sup> day of March, 2007.

  
John G. Ter Louw

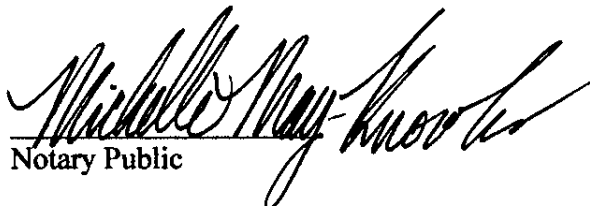
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF LEON

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments personally appeared JOHN G. TER LOUW to me known to be the person described in and who executed the foregoing Articles of Incorporation as subscriber, and he acknowledged before me that he subscribed to these Articles of Incorporation.

Witness my hand and official seal this 5<sup>th</sup> day of March, 2007.

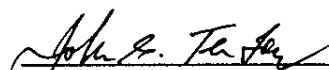
  
Notary Public

My Commission Expires: 4/7/07



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

By signature affixed hereto, the undersigned hereby accepts appointment as registered agent.

  
John G. Ter Louw