

N07000003/84

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300086277513

01/26/07--01022--025 **87.50

FILED

07 MAR 27 PM 2:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE MAR 28 2007

● **LDL Accountants & Associates, CPA's, LLC.**

January 18, 2007

VIA CERTIFIED

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

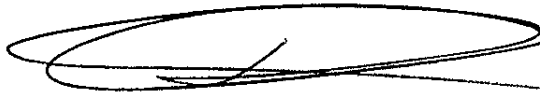
RE: PRAISES INTERNATIONAL ENTERPRISES, INC.

To Whom It May Concern:

Enclosed you will find two original Articles of Incorporation for the above referenced Not For Profit Corporation. Also enclosed is a check in the amount of \$87.50. Please file these Articles and return a copy to this office in the enclosed return envelope.

Thank you for your assistance and cooperation and if you have any questions, please feel free to call.

Sincerely,



David Olivencia.
Accountant

DO/nn/jf/mc/jp
Enclosures

Cc: PRAISES INTERNATIONAL ENTERPRISES, INC.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 29, 2007

DAVID OLIVENCIA
LDL ACCOUNTANTS & ASSOCIATES, CPA'S, LLC
PO BOX 574933
ORLANDO, FL 32857-4993

SUBJECT: PRAISES INTERNATIONAL ENTERPRISES, INC.
Ref. Number: W07000004843

We have received your document for PRAISES INTERNATIONAL ENTERPRISES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filing Section

Letter Number: 807A00006840

ARTICLES OF INCORPORATION

OF

PRAISES INTERNATIONAL ENTERPRISES, INC.

FILED
07 MAR 27 PM 2: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Article I.

NAME OF CORPORATION

The name of this Corporation shall be
PRAISES INTERNATIONAL ENTERPRISES, INC.

Article II

**ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS
OF CORPORATION**

The address of the principal office of the Corporation is 13320 Meadow Bay Loop Orlando, FL 32824 and the mailing address of the Corporation is 13320 Meadow Bay Loop Orlando, FL 32824

Article III.

PURPOSES AND POWERS OF THE CORPORATION

A. The Corporation is organized exclusively for charitable, educational, scientific and literary opportunities and purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, educational, and charitable purposes, within the meaning of 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: provide charitable, education, scientific and/or literary opportunities to all of Central Florida, and the surrounding communities; and to provide education in a private school setting.

- 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 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 (c)(3) of the code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.
 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.

ELECTION OF DIRECTORS

A. The Board of Directors of the Corporation shall be elected as provided in the Bylaws. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than two(2).

B. The initial number of directors of this Corporation shall be seven (7). The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Rev. Raymond Diaz	(President)	3854 Shoreview Dr. Kissimmee, FL 34741
Nerida Diaz	(Vice President)	3854 Shoreview Dr. Kissimmee, FL 34741
Raner O Diaz	(Secretary)	5279 Images Cir Apt 202. Kissimmee, FL 34746
Evelin Rivera	(Asst. Secretary)	5279 Images Cir Apt 202. Kissimmee, FL 34746
Joel O Diaz	(Treasurer)	401 Fountain Head Cir Kissimmee, FL 34741
Maria Otero	(Asst. Treasurer)	401 Fountain Head Cir Kissimmee, FL 34741
Carlos Burgos	(Asst. Director)	1242 Carey Glen Cir Orlando, FL 32824

Article V.

MEMBERS

The initial members of the Corporation in shall be the initial directors named in these Articles of the Incorporation and additional persons may be appointed as directors and members by the Board of Directors, in such manner as may be prescribed by the Bylaws of the Corporation. The Corporation expressly reserves the right to accept or reject any application for membership for any reason whatsoever, except for discrimination on the basis of race, religion, sex or national origin.

Article VI.

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation 13320 Meadow Bay Loop Orlando, Fl 32824 and the name of the initial registered agent of this Corporation at that address is LDL Accountants & Associates, CPA's, LLC. C/o David Olivencia, Accountant. The Board of Directors may from time to time designate a new registered office and registered agent.

Article VII.

INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Rev. Raymond Diaz	3854 Shoreview Dr. Kissimmee, FL 34741

Article VIII

TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing with the date of execution of these Articles of Incorporation with the Secretary of State.

Article IX

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, officer or other private person, other than as reasonable payment for services rendered by such person.

Article X

INDEMNIFICATION


This Corporation shall indemnify any officer or directors, or any former officer or director, to the full extent permitted by law.

Article XI

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended, repealed, or altered, in whole or in part, by a vote of a majority of the members entitled to vote, as set forth in the Bylaws, at any regular or special meeting of the membership called for such purpose in accordance with the provisions of the Bylaws. Members may only amend the Articles of Incorporation upon adoption of a resolution by the Board of Directors setting forth the proposed amendment.

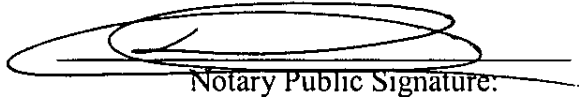
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed to these Articles of Incorporation at 1276 N Semoran Blvd Orange County, City of Orlando, and State of Florida on the 18th day of ~~March~~ 2007.



Rev Raymond Diaz/ President Founder

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18th day of ~~MARCH~~, 2007 by Rev Raymond Diaz founder of Praises International Enterprises, Inc, a not-for-profit corporation, on behalf of the corporation, who is personally known to me, or has produced FL Driver License as identification or is personally known to me and did take an oath.


Notary Public Signature:

(Seal)

DAVID OLIVENCIA
Commission #DD0213197
Expires 5/15/2007
Bonded Through
Florida Notary Assn., Inc.

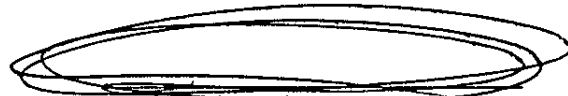
Print Name: David Olivencia

My Commission Expires: 5/15/07

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 Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 607.0505 of the Florida Statutes.

Dated this 18th day of March 2007.


David Olivencia, Accountant

FILED
07 MAR 27 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA