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10/29/07

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*SMI Financial*  
*Ministries, Inc.*

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**SMI FINANCIAL MINISTRIES, INC.**

The undersigned hereby acknowledges the following Articles of Incorporation by and under the provisions of the Statutes of the State of Florida, and specifically Chapter 617, Fla. Stat., the Florida Not For Profit Corporation Act, as now enacted or as it may be amended in the future providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I**

The name of the Corporation shall be: **SMI FINANCIAL MINISTRIES, INC.**

**ARTICLE II**

The Corporation shall have perpetual duration.

**ARTICLE III**

This Corporation is organized pursuant to the provisions of the Florida Not for Profit Corporation Act, Chapter 617, Fla. Stat., as now enacted or as it may be amended.

**ARTICLE IV**

This Corporation is organized exclusively for the following purposes:

1. To operate, manage, run and otherwise do and perform those acts and things appropriate and proper for the conduct of the management and operation of an organization dedicated to providing education, assistance and support, including consulting, for churches, ministries, not for profit and for profit businesses with the express purpose of acting and performing in all aspects of financial assistance based on Christian principles.

2. To provide financial means and assistance to individuals, businesses, churches, and ministries to provide a rate of return on ministry monies with the express purpose of providing money for ministry and specifically for the ministry of Camino Real Community Church, Inc., including but not limited to, lending monies, participation in business and development entities in

whatever fiscally sound means or legal entity format, and otherwise to seek an above market rate of return on ministry assets.

3. To hold, manage, collect monies or otherwise invest assets, whether in cash, negotiable instruments or other prudent investment vehicle for the benefit of ministry under the leadership and guidance of the Board of Directors.

4. To utilize the expertise of the leadership of the ministry to provide guidance, financial support, and advice to other Christian organizations or individuals holding to the same essential doctrinal beliefs and tenets as the ministry of Camino Real Community Church, Inc. or its successors and approved by the Board of Directors of this corporation.

5. To perform each and every act necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated in these Articles, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

6. The foregoing shall be in furtherance of and not limitation of the general powers conferred by the laws of the State of Florida and the objects and purposes herein set forth in these Articles. It is expressly provided that to such extent as a not for profit corporation organized under the Florida Not for Profit corporation Act may or in the future lawfully perform any act, the Corporation shall have the power to do so, either as principal or agent and either alone or in connection with other corporations, firms or individuals, including all and every act or thing necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects enumerated in these Articles, or designed directly or indirectly to promote the interests of the Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or in the future be authorized to do or to exercise under the Florida Corporate Code or under any act amending, supplementing, or substituting for that Code, as modified under the Florida Not for Profit Corporation Act.

The provisions of this Article IV shall be construed both as purposes and powers and each as an independent purpose and power. The specific purposes and powers enumerated above shall, except when otherwise provided in this Article IV, in no way be limited or restricted by reference to, or inference from, the terms of any provisions of this or any other Article of these Articles of Incorporation.

Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities which are not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as it may be amended (the "Internal Revenue Code") or the corresponding provision of any future United States Internal Revenue law, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or any other corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these Articles, the purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code as now in effect or as it may be amended.

#### ARTICLE V

The directors of the Corporation, with the exception of the initial Board of Directors specified below, shall be elected in the manner set forth in the By-Laws of the Corporation. There shall be a minimum of three (3) directors but not more than fifteen (15).

#### ARTICLE VI

The Corporation's initial Registered Agent and the Registered Office and its principal place of business in the State of Florida are:

INITIAL REGISTERED AGENT:	David Seabrooke
INITIAL REGISTERED OFFICE:	468 SW 15 <sup>th</sup> Drive, Boca Raton, FL 33432
PRINCIPAL PLACE OF BUSINESS:	468 SW 15 <sup>th</sup> Drive, Boca Raton, FL 33432

#### ARTICLE VII

The initial Board of Directors shall consist of three (3) members who shall be as follows:

1. David Seabrooke  
468 SW 15<sup>th</sup> Drive  
Boca Raton, FL 33432
2. John Seabrooke  
468 SW 15<sup>th</sup> Drive  
Boca Raton, FL 33432
3. Andrea Franzone  
1500 SW 5<sup>th</sup> Street  
Boca Raton, FL 33486

#### ARTICLE VIII

The Corporation shall not have members.

#### ARTICLE IX

The name and address of the incorporator is as follows:

David Seabrooke  
468 SW 15<sup>th</sup> Drive  
Boca Raton, FL 33432

#### ARTICLE X

No part of the earnings or proceeds or property received from operations of the Corporation shall inure to the benefit of any private individual, whether member, officer or director. No substantial part of the activities of the Corporation shall be for the purposes of carrying on propaganda, or otherwise attempting, to influence legislation except as allowed by law. The Corporation shall not participate in, or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding the foregoing, the Corporation is organized for the purposes of charitable activity with the forgoing stated in order to conform with applicable provisions of the Internal Revenue Code and not in limitation of authorized activities of the Corporation except to comply therewith.

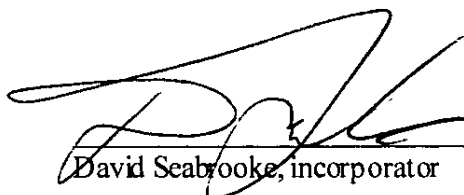
ARTICLE XI

The Corporation shall indemnify each officer, incorporator, or director, to the full extent permitted by the laws of the State of Florida limited only as set forth in the By-laws. The Corporation shall defend, indemnify and hold such officer, incorporator, or director harmless of and from any claims which may be presented against him arising out of his official actions on behalf of the corporation or the furtherance of the Corporation's business. This indemnification shall be made so long as the actions were undertaken in good faith for the best interests of the Corporation.

ARTICLE XII

By unanimous vote of the Directors, this Charter may be surrendered and the Corporation dissolved. In the event of dissolution, whether voluntary or involuntary, the residual assets of the Corporation will be distributed to one or more organizations which themselves are exempt as organization described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code for 1986, or corresponding section of any prior or future law, or to the Federal, State, or local government for exclusive public purpose, and in no event shall any benefit accrue by reason of any such dissolution to any of the incorporators, officers, or directors of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26 day of October, 2007.

  
\_\_\_\_\_  
David Seabrooke, incorporator

STATE OF FLORIDA)


COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared David Seabrooke to me known and well known to me to be the person of the name described in and who acknowledged to me that he executed the foregoing Articles of Incorporation as his free and voluntary act and deed, for the uses and purposes herein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first  
above written.

Tracy M. Costanzo  
NOTARY PUBLIC, State of Florida

My commission expires:

NOTARY PUBLIC-STATE OF FLORIDA  
 Tracy M. Costanzo  
Commission # DD570556  
Expires: JUL 04, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.



CERTIFICATE DESIGNATING PRINCIPAL OFFICE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of §617.0501, Fla. Stat., the following is submitted, in compliance therewith:

First--That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Boca Raton, County of Palm Beach, State of Florida has named David Seabrooke, located at 468 Sw 15<sup>th</sup> Drive, City of Boca Raton, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby agree to act in this capacity, accept appointment thereto, and agree to comply with the provision of said Act relative to keeping open said office.

BY: \_\_\_\_\_

David Seabrooke  
(Registered Agent)

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