

N0700000/2104

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.

(((H07000301684 3)))



H070003016843ABC\$

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) 617-6381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT/NON PROFIT CORPORATION
LIGHTHOUSE CHURCH OF MIAMI BEACH, INC.

FILED
07 DEC 18 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

1/4

#07000301684

FILED

07 DEC 18 PM 2:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(5)

**Articles of Incorporation of
Lighthouse Church of Miami Beach, Inc.**

ARTICLE I: NAME

The name of this non-profit church corporation shall be

LIGHTHOUSE CHURCH OF MIAMI BEACH, INC.
It may, for convenience, be referred to as **LIGHTHOUSE CHURCH.**

ARTICLE II: LOCATION

It shall be located in Miami-Dade County, Florida. The principle place of business is

405 W. 28th Street, Miami Beach, FL 33140.

ARTICLE III: PURPOSES

3.01 Purposes. The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. More particularly, the purposes of this Corporation are:

(a) To make Jesus known and loved in Miami Beach by:

1. Meeting holistic needs in our community.
2. Providing regular weekly public worship services.
3. Encouraging volunteer service.
4. Promoting personal study and growth.

(b) To ordain, employ and discharge ordained ministers of the Gospel, and others, to conduct and carry on divine services at the place of worship of the Corporation, and elsewhere, and to collect and disburse and all necessary funds for the maintenance of said Corporation and the accomplishment of its purpose within the State of Florida and elsewhere.

(c) To handle affairs pertaining to property and other temporal matters as required by the civil authorities.

(d) This Corporation is also organized to promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of an sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of this Corporation. Provided, however, no act may be performed which would violate Section 501 (c) (3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter amended.

#07000301684

3.02 Limitations. In order to carry out the above-stated purposes, the Corporation shall have all those powers set forth in the Act, as it now exists or as it may hereafter be amended. The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its incorporators, officers or other private persons, except that the Corporation shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Corporation or reimbursement of expenditures) in furtherance of its purposes as set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of Propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (1) a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(b) Notwithstanding any other provisions of these Articles, in the event this Corporation is in any one year a "private foundation" as defined by Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (i) any act of "self dealing" as defined in Section 4941 (d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any "excess building holdings" as defined by Section 4943 (c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; or (iii) making any investments in such manner as to subject the foundation to taxation under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; or (iv) making a taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Corporation's religious, charitable or educational purposes or if the gift or grant would require serving a private as opposed to public interest.

(d) Upon liquidation, dissolution or winding up of the Corporation, the Board of Directors of the Corporation shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all Corporation to any organization designated by the Board of Directors of the Corporation which is of like faith and order and is exempt from taxes under Internal Revenue Code Section 501(c)(3) or the corresponding provision of any future tax law of the United States."

(e) The Corporation shall indemnify any person who was or is a party or is threatened to be made a party of any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than an action by or in the right of the corporation, by reason of the fact that he/she is or was a director, trustee, officer, employee, agent, attorney or accountant of the corporation, or is or was serving at the request of the corporation as a director, trustee, officer, employee, agent, attorney or accountant of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other right to which director, trustee, officer, employee, agent, attorney or accountant of the corporation may be entitled under any Bylaw, agreement, vote of members or otherwise.

ARTICLE IV: DIRECTORS OF THE CORPORATION

4.01 Number and Term of Directors: The Directors of the Corporation shall consist of the Senior Pastor and, until changed by amendment of the Articles of Incorporation or by Bylaws duly adopted by the Church, such number of additional members as may, from time to time, be nominated and elected in accordance with Section 4.03 of this Article, provided that such number shall not be less than three (3), nor more than nine (9).

The Senior Pastor shall serve as the Chairperson of the Directors and shall be present and preside at all Director's meetings. Upon election, each member of the Directors shall be asked to serve for one year or until his/her successor is elected, appointed, or designated herein, and may serve successive terms. The Senior Pastor shall be a full voting member of the Directors of the Corporation.

4.02 Powers: The Directors of the Corporation shall have all the rights, powers, and responsibilities of a board of directors pursuant to the Act, subject to any limitations under the Act, the Articles of Incorporation of the Church and the Bylaws. All corporate powers shall be exercised by or under the authority of the Directors of the Corporation. The Directors of the Corporation shall have final authority for affairs pertaining to property and other temporal matters as required by civil law for nonprofit corporations. In particular, the Directors of the Corporation shall be responsible for the acquisition and disposition of Church property, which includes the management of its financial resources. The Directors of the Corporation shall have the power to buy, sell, mortgage, pledge or encumber any church property and incur related indebtedness.

4.03 Nomination and Election: The Senior Pastor shall nominate persons who he deems qualified to serve on the Directors of the Corporation. In addition, he may appoint a Nomination Advisory Team to report to the Senior Pastor regarding suitable nominees. The persons nominated by the Senior Pastor shall be presented to the church membership for election. Directors of the Corporation shall be natural persons and active/resident members of the Church.

H07000301684

FILED

07 DEC 18 PM 2:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4.04 Vacancies: The Senior Pastor shall nominate persons who he deems qualified to serve as Directors of the Corporation to fill any vacancy occurring during the year, and any position to be filled due to an increase in the number of Members serving. A vacancy is filled by the affirmative vote of the majority of the church membership present during either the annual meeting or a special meeting of the church membership. A person so elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office.


ARTICLE V: INITIAL DIRECTORS OF THE CORPORATION/OFFICERS

The names and addresses of the persons who shall serve as the initial Directors of the Corporation and the initial Officers of the Corporation are as follows:

WENDELL H. FISHER	Pastor/President	405 W. 28 th Street Miami Beach, Florida 33140
GISELE CABRERA	Chief Financial Officer	405 W. 28 th Street Miami Beach, Florida 33140
MARTHA AVAR	Secretary	405 W. 28 th Street Miami Beach, Florida 33140

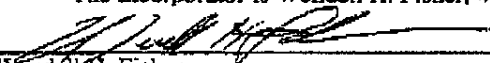
ARTICLE VI: REGISTERED AGENT

The initial Registered Agent for Lighthouse Church of Miami Beach, Inc., is Wendell H. Fisher, Pastor. His address is 405 W. 28th Street, Miami Beach, Florida 33140. Signature on the line below indicates that he accepts the designation as Registered Agent.


Wendell H. Fisher

ARTICLE VII: INCORPORATOR

The Incorporator is Wendell H. Fisher, 405 W. 28th Street, Miami Beach, Florida 33140.


Wendell H. Fisher

H07000301684