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TALLAHASSEE FLORIDA

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TZ

**Alfieri and Associates, LLC.**  
ATTORNEYS AND COUNSELORS AT LAW

2401 W. CYPRESS CREEK ROAD  
FT. LAUDERDALE, FLORIDA 33309

PAUL R. ALFIERI, ESQ.  
Email: Paul@AlfieriLaw.com

TELEPHONE: (954) 315-4315  
FACSIMILE: (954) 301-2622

March 14, 2009

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Reference: KINGDOM MANAGEMENT INTERNATIONAL, INC.  
Not for Profit - Filing of Restated Articles of Incorporation

Dear Sir or Madam:

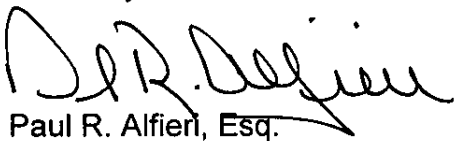
Enclosed are a fully executed original and one copy of the Restated Articles of Incorporation and Certificate Designating Registered Agent for the above captioned corporation.

Also enclosed is a check in the amount of \$35.00 representing the applicable filing fee.

Please return a copy of the Restated Articles of Incorporation stamped "Filed" to my office at your earliest convenience.

Thank you for your help in this matter.

Sincerely,



Paul R. Alfieri, Esq.

PRA/  
Encl.

**RESTATED ARTICLES OF INCORPORATION**

**OF**

**KINGDOM MANAGEMENT INTERNATIONAL, INC.**

**FILED**  
**09 MAR 16 PM 2:31**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

**Pursuant to the provisions of section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Restated Articles of Incorporation.**

**ARTICLE ONE**

**NAME**

The name of this corporation shall be **KINGDOM MANAGEMENT INTERNATIONAL, INC.**

**ARTICLE TWO**

**ADDRESS OF PRINCIPAL OFFICE**

The address of the initial principal office of the corporation shall be 600 SW 3<sup>rd</sup> Street, Pompano Beach, FL 33060.

**ARTICLE THREE**

**PURPOSES AND POWERS**

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, hereinafter the "Code" and the making of distributions to or on behalf of organizations which qualify as exempt organizations under section 501(c)(3) of the Code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

## **ARTICLE FOUR**

### **NONDISCRIMINATORY POLICY**

This corporation, including all of its educational programs and sponsored activities admits participants of any race, color and national or ethnic origin, to all the rights, privileges, programs and activities generally accorded or made available to other participants in any of its educational or sponsored programs. It does not discriminate on the basis of race, color, national or ethnic origin in administration of its educational policies, admissions policies, scholarships and loan programs, athletic and other educational or sponsored programs.

## **ARTICLE FIVE**

### **DIRECTORS**

The board of directors shall be elected as provided for in the bylaws of the corporation.

## **ARTICLE SIX**

### **TERM OF EXISTENCE**

The corporation shall have perpetual existence.

## **ARTICLE SEVEN**

### **BYLAWS**

The bylaws of the corporation shall be made by the board of directors and may be amended, altered or rescinded provided for in the bylaws.

## **ARTICLE EIGHT**

### **AMENDMENTS**

Amendments to the articles of incorporation shall be adopted by a majority vote of the board of directors currently in office at any regular or special meeting called for that purpose.

## **ARTICLE NINE**

### **REGISTERED AGENT**

The registered agent upon whom service of process against this corporation may be made is ALFIERI AND ASSOCIATES LLC. The registered agent and the corporation's registered office are located at 5143 NW. 42nd Terrace, Coconut Creek, FL 33073

## **ARTICLE TEN**

### **EARNINGS AND ACTIVITIES**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 Article III hereof. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for political office. The corporation shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above.

## **ARTICLE ELEVEN**

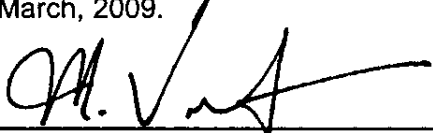
### **DISSOLUTION**

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, shall dispose of all the assets of the corporation exclusively to an organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine or shall be distributed to the federal government, or to a state or local government. Any such assets not disposed shall be disposed of by a court of competent Jurisdiction of the county in which the principal office of the corporation is 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.

## **CERTIFICATE**

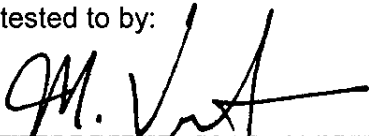
1. This restatement contains amendments to the articles of incorporation that do not require member approval.
2. The Restated Articles of Incorporation as set forth above constitute all of the articles of incorporation of **KINGDOM MANAGEMENT INTERNATIONAL, INC.** as amended.
3. The date of adoption of the amendments was March 1, 2009.
4. The amendments were adopted by the board of directors and the number of votes cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF we hereunto set our hands and seals, acknowledged and filed the foregoing Restated Articles of Incorporation under the laws of the State of Florida, this 13<sup>th</sup> day of March, 2009.



Mariam Varghese, Vice President

Attested to by:

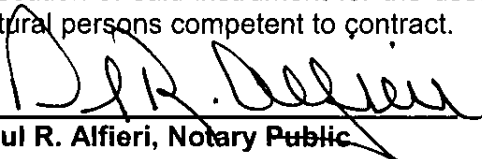


Mariam Varghese, Secretary

STATE OF FLORIDA

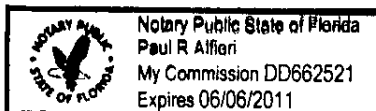
COUNTY OF BROWARD

I HEREBY CERTIFY that on the 13<sup>th</sup> day of March, 2009, before me, the undersigned authority, personally appeared Mariam Varghese as Vice President and Secretary, both well known to me and known to be the persons described in and who executed the foregoing instrument, or presenting \_\_\_\_\_ as identification, and they severally acknowledge the execution of said instrument for the uses and purposes therein expressed, and that they were natural persons competent to contract.



Paul R. Alfieri, Notary Public

My Commission Expires:



**REGISTERED AGENT CERTIFICATE**

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

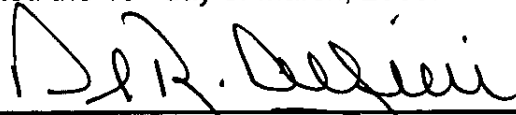
In pursuance of Chapter 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said statutes:

That **KINGDOM MANAGEMENT INTERNATIONAL, INC.**, having been organized under the laws of the State of Florida Not-For-Profit Corporation Act, with its principal office, as indicated in the articles of incorporation at **600 SW. 3rd St., Pompano Beach, FL 33060** has named **Alfieri and Associates LLC** its registered agent; and **5143 NW. 42nd Ter. coconut Creek, FL 33073** as the place where service of process may be served within this state. That this designation has been duly approved by a resolution of the corporation's board of directors as applicable under Florida Statute.

**ACKNOWLEDGMENT**

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

Dated the 13<sup>th</sup> day of March, 2009.

A handwritten signature in black ink, appearing to read "Paul R. Alfieri", written over a horizontal line.

**Paul R. Alfieri, Esq. on behalf of  
Alfieri and Associates LLC,  
Registered Agent**