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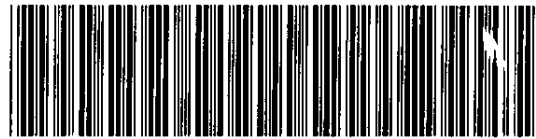
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

SUBJECT: Covenant International Ministries, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Geneva Williams  
Name (Printed or typed)

19510 NW 23 Ct  
Address

Miami Gardens, FL 33056  
City, State & Zip

(786) 338-3158  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 29, 2008

GENEVA WILLIAMS  
19510 NW 23 CT  
MIAMI GARDENS, FL 33056

SUBJECT: COVENANT INTERNATIONAL MINISTRIES, INCORPORATED  
Ref. Number: W08000026369

We have received your document for COVENANT INTERNATIONAL MINISTRIES, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected 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) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 208A00033737

ARTICLES OF INCORPORATION OF  
Covenant International Ministries, Inc.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I: NAME**

The name of this corporation is Covenant International Ministries, Inc.  
19510 NW 23 Ct. Miami Gardens, FL 33055

**ARTICLE II: DURATION**

The existence of this corporation shall be perpetual.

**ARTICLE III: PURPOSE**

1. This corporation is organized and 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 or the corresponding provision of any further United States Internal Revenue law or successor statute ("Code"). Consistent with and subject to its qualification under Section 501(c)(3) of the Code, the corporation is organized and operated to unify, equip, women to serve their communities more effectively, to assist with providing resources to help faith-based organizations expand and grow, and to conduct other lawful activity permitted under the laws of that State of Florida.
2. No part of the net earning of the corporation shall inure to the benefit of any private shareholder or individual.
3. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in section 501(h) of the Code).
4. The corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office, within the meaning of Section 501(c)(3) of the Code.

**ARTICLE IV: POWERS**

The corporation shall have all powers granted by law necessary and proper to carry out its above-stated purposes, consistent with its qualification under Section 501(c)(3) of the Code.

**ARTICLE V: BYLAWS**

Board Members shall be appointed as set forth in the bylaws.

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the bylaws.

**ARTICLE VI: FULL TAX BENEFIT**

In the event this corporation is classified as a private foundation, the corporation's officers intend to maintain the full benefit of tax exemption to which the corporation may be entitled under the Code. Accordingly, the corporation shall be managed in such a manner consistent with the officer's intent. Without limiting the generality of the foregoing, in the event of such classification, the corporation shall

1. Distribute its income for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Code.
2. Not to engage in any action of self-dealing as defined in Section 4941(d) of the Code.
3. Not retain any excess business holdings as defined in Section 4943(c) of the Code.
4. Not make any investment that jeopardizes the corporation's charitable purposes as defined in Section 4944 of the Code.
5. Not make any taxable expenditures as defined in Section 494(d) of the Code.

**ARTICLE VII: DIRECTOR LIABILITY**

To the full extent that Florida law, as it exists on the date hereof or may hereafter be amended, permit's the limitation or elimination of the liability of directors, a director of this corporation shall not be liable to this corporation for monetary damages for conduct as a director. Any amendments to or repeal of this Article VII shall not adversely affect any right or protection of a director of this corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

#### **ARTICLE VIII: INDEMNIFICATION**

This corporation has the power to indemnify (including the power to advance expenses to) its directors, officers, employees, and agents made a party to a proceeding, provided, however, that no such indemnity shall indemnify any such director, officer, employee, or agent from or on account of (1) acts or omissions of such director, officer, employee, or agent finally adjudged to be intentional misconduct or a knowing violation of law; (2) conduct of the director, officer, employee or agent finally adjudged to be in violation of RCE 23B.08.310; or (3) any transaction with respect to which it was finally adjudged that such director, officer, employee, or agent personally received a benefit in money, property, or services to which such person was not legally entitled.

#### **ARTICLE IX: DISTRIBUTION UPON DISSOLUTION**

In the event of dissolution, the net assets of the corporation shall be distributed only to a recipient or recipients to be selected by the Board of Directors, that would qualify for exemption as an organization described in Section 501(c)(3) of the Code. Provided, however, notwithstanding the foregoing, if the corporation is classified as a private foundation as defined in Section 509 of the Code, and if its status as a private foundation is terminated pursuant to Section 507(a) of the Code, and Sections 507(b) or 507(g)(2) are inapplicable, all the net assets of the corporation shall be distributed to one or more organizations selected by the Board of Directors and described in Section 170(b)(1)(A) of the Code (other than in clauses vii and viii), each of which has been in existence and so described for a continuous period of a least 60 calendar months. However, this proviso shall only apply if the Secretary of the Department of the Treasury of the United States of America abates any tax imposed on the corporation by reason of section 507(c) of the Code pursuant to the abatement authority granted the Secretary by Section 507(g) of the Code.

#### **ARTICLE X: REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the corporation is 19510 NW 23 Court, Miami Gardens, FL 33056, and the name of its initial registered agent at such address is Geneva Williams.

#### **ARTICLE XI: INITIAL DIRECTORS**

The number of directors constituting the initial Board of Directors of the corporation is five, and the names and addresses of the persons who are to serve as the initial directors are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Geneva K. Williams	19510 NW 23 Ct Miami, FL 33056	Director
Alphonso Williams	19510 NW 23 Ct Miami, FL 33056	Ass't Director
Brenda G. Wright	16920 NW 41 Ave Miami, FL 33056	BD
Alysia Williams	14408 Audubon Trace #1120 Tampa, FL 33613	BD
Andria Williams	19510 NW 23 Ct Miami, FL 33056	BD
Alexis Williams	19510 NW 23 Ct Miami, FL 33056	BD

**ARTICLE XII: INCORPORATOR**

The incorporator is Geneva Williams, and her address is 19510 NW 23 Court, Miami, Gardens, FL 33056.

.....

Having been named as registered agent to accept service of process for the above stated corporation as the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Gene Williams

Signature/Registered Agent

5-23-08

Date

Gene Williams

Signature/Incorporator

5-23-08

Date

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