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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Alejandro Arias International Ministries, Inc.

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**ARTICLES OF INCORPORATION  
OF  
ALEJANDRO ARIAS INTERNATIONAL MINISTRIES, INC.**

In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not-for-profit corporation.

**ARTICLE I**

The name of the corporation ("corporation") is ALEJANDRO ARIAS INTERNATIONAL MINISTRIES, INC.

**ARTICLE II**

The existence of the corporation shall begin immediately upon filing with the Florida Department of State.

**ARTICLE III**

The corporation is formed for the purpose of preaching the good news of the love, power and truth of Jesus Christ throughout the world. All efforts that are directed toward making disciples of all nations shall be considered this corporation's purpose, provided that the corporation shall operate exclusively for such religious, charitable and educational purposes as qualify it as a nonprofit, tax-exempt organization under federal law.

**ARTICLE IV**

The street address of the principal office of the corporation is 13951 SW 272<sup>nd</sup> Street, Homestead, Florida 33032.

**ARTICLE V**

The initial street address of the corporation's registered office 315 E. Robinson Street, Suite 600, Orlando, Florida 32801. The initial registered agent for the corporation at that address is Anthony M. Nardella, Jr., Esq.

**ARTICLE VI**

The initial board of directors shall consist of three (3) members. The method of election of directors shall be as stated in the bylaws. The number of directors may be either increased or diminished

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from time to time as provided in the bylaws provided that at no time shall the number of directors ever be less than three (3). The name and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Alejandro Arias	13951 SW 272 <sup>nd</sup> Street, Homestead, Florida 33032
Enrique S. Alard	8750 SW 120 <sup>th</sup> Street, Miami, Florida 33176
Randall Baad	27109 NW CR 241, Alachua, Florida 32615

#### ARTICLE VII

The name and street address of the persons signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Alejandro Arias	13951 SW 272 <sup>nd</sup> Street, Homestead, Florida 33032

#### ARTICLE VIII

There shall be no members of the corporation.

#### ARTICLE IX

Notwithstanding the provisions of Article III hereinabove, nothing herein shall be construed to permit the corporation to engage in any activity which would be inconsistent with its classification as an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. As such, the corporation shall not allow any expenditure of any part of the net earnings of the corporation to inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), nor shall any member, director, or officer of the corporation, or any private individual, be entitled to share in a distribution of the corporation's assets on dissolution of the corporation nor shall a substantial part of the activities of the corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office. Provided, further, that if at any time the corporation is deemed to be a Private Foundation as defined by Section 509 of the Internal Revenue Code of 1986 as amended from time to time, then for so long as the corporation is deemed a Private Foundation, the following provisions shall also be applicable:

1. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

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2. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

4. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE X

The corporation shall have all the powers, rights, and privileges of a corporation not for profit under Florida law.

#### ARTICLE XI

These articles of incorporation and bylaws may be amended by the Directors as set forth in the bylaws.

#### ARTICLE XII

Upon the liquidation, dissolution or the winding up of the affairs of the corporation, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which are then qualified under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time.

#### ARTICLE XII

The Bylaws of the Corporation are to be made, altered, or rescinded by the Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of November, 2008.

  
Name: Alejandro Arias

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ALEJANDRO ARIAS INTERNATIONAL MINISTRIES, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501(3).

Date: 11 November 2008.

  
Name: Anthony M. Nardella, Jr., Esquire

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