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Division of Corporations  
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FLORIDA PROFIT/NON PROFIT CORPORATION

Broward Community Ministry, Inc.

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**ARTICLES OF INCORPORATION  
OF  
Broward Community Ministry, Inc.**

The undersigned, acting as incorporator of a corporation under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
Name**

The name of the corporation is **Broward Community Ministry, Inc.**

**ARTICLE II  
Location**

The principle place of business address of the Corporation is 333 Tarpon Drive, Fort Lauderdale, FL 33301.

**ARTICLE III  
Exempt Purposes**

The Corporation is organized exclusively for charitable, religious, educational, scientific and to foster national and international amateur sports competition and develop amateur athletes for national and international competition in sports, including, for such purposes, the making of distributions to organizations that qualify as exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1986, as amended (or similar provision of any future revenue law) (the "Code") and to seek out and assist in fulfilling the educational, health, family support, and material needs of demographic niches that are overlooked and underserved by broader based community service agencies in Broward County.

**ARTICLE IV  
Membership**

The Corporation shall not have any members.

**ARTICLE V  
Election of Board of Directors**

The number of Directors of the Corporation shall be three and consist of the current Rector, Senior Warden and a member of the vestry of All Saints Protestant Episcopal Church of Fort Lauderdale. The Rector shall permanently serve as Director until replaced as Rector of All Saints Protestant Episcopal Church of Fort Lauderdale. The Senior Warden shall permanently serve as Director until replaced by the All Saints

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Protestant Episcopal Church of Fort Lauderdale. A member of the All Saints Protestant Episcopal Church of Fort Lauderdale Vestry shall also be chosen to be a Director by the current Rector.

#### **ARTICLE VI Directors**

The number of directors constituting the initial board of directors is three. The names and addresses of the persons who are to serve as the initial directors of the Corporation are as follows:

Sherod Mallow, Rector

333 Tarpon Drive  
Fort Lauderdale, FL 33301

Janet Wincko, Senior Warden

333 Tarpon Drive  
Fort Lauderdale, FL 33301

Jack Landers, Vestry Member

333 Tarpon Drive  
Fort Lauderdale, FL 33301

#### **ARTICLE VII Prohibitions**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 of Corporation set forth in Articles III and IV 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 any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

#### **ARTICLE VIII 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, dispose of all of the assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at

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the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Code, as the Board of Directors shall determine. No part of the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons. Any of such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then 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.

#### **ARTICLE IX**

##### **Registered Agent and Office**

The name of the Corporation's initial registered agent and the street address of the initial registered office in Florida is John L. Tomlinson 500 NW 62<sup>nd</sup> Street, Suite 210, Fort Lauderdale, FL 33306.

#### **ARTICLE X**

##### **Incorporator**

The name and address of the Incorporator is John L. Tomlinson, 500 NW 62<sup>nd</sup> Street, Suite 210, Fort Lauderdale, FL 33309.

#### **ARTICLE XI**

##### **Indemnification**

Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a director or officer of the corporation or while a director of the Corporation is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee or agent of another corporation or of a partnership, joint venture, trust or other incorporated or unincorporated enterprise, including service with respect to employee benefit plans or trusts, whether the basis of such proceeding is alleged action or inaction in an official capacity as a director, officer, partner, trustee, employee or agent or in any other capacity while serving as a director, officer, partner, trustee, employee or agent shall be indemnified and held harmless by the Corporation to the fullest extent authorized by Florida Law as the same exists or may hereafter be amended and pursuant to the Corporation's bylaws as such bylaws may be amended.

Dated: June 22, 2009

John L. Tomlinson  
Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

IN COMPLIANCE WITH SECTION 617.0501, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

THAT **Broward Community Ministry, Inc.** DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED **John L.  
Tomlinson 500 NW 62<sup>nd</sup> Street, Suite 210, Fort Lauderdale, FL 33309** AS ITS  
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

  
John L. TomlinsonTITLE Incorporator

DATE

June 22, 2009

Having been named as registered agent and to accept service of process for the above  
stated corporation at the place designated in this certificate, I hereby accept the  
appointment as registered agent and agree to act in this capacity. I further agree to comply  
with the provisions of all the statutes relating to the proper and complete performance of  
my duties and I am familiar with and accept the obligations of my position as registered  
agent.

SIGNATURE

  
(Resident Agent)

Date

June 22, 2009

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