

JUN-14-2009 13:49

SMITH, GAMBRELL & RUSSELL LLP

90 5986300 P.01 of 1

NO9000006238

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.

(((H09000149718 3)))



H090001497183ABC6

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 : SMITH, GAMBRELL & RUSSELL LLP
Account Number : I20020000143
Phone : (404) 815-3538
Fax Number : (404) 815-3509

FILED
09 JUN 24 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Across Borders Ministries, Inc.

EP 6/25/09

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

RECEIVED
09 JUN 24 PM 3:02
DEPARTMENT OF STATE

Electronic Filing Menu

Corporate Filing Menu

Help

JUN-24-2009 13:49

SMITH GAMBRELL RUSSELL

904 5986300 P.02/06

6/23/2009 11:15:06 AM

Van Ness, Paige G.

ATLACU01.0.0

H09000149718 3

**ARTICLES OF INCORPORATION
OF
ACROSS BORDERS MINISTRIES, INC.
(A Not-for-Profit)**

Pursuant to Section 617.0202, Florida Statutes, the undersigned incorporator hereby forth the following:

ARTICLE I

The name of the Corporation is: Across Borders Ministries, Inc.

ARTICLE II

The street address of the principal office of the Corporation is 3120 Hamblin Way, Wellington, FL 33414.

ARTICLE III

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended from time to time.

ARTICLE IV

The affairs of the Corporation shall be managed by a Board of Directors which shall consist of not less than three (3) Directors. The method of election or appointment of Directors and their service shall be determined by and fixed in the By-Laws.

ARTICLE V

The street address of the registered office of the Corporation is 3120 Hamblin Way, Wellington, FL 33414. The registered agent of the Corporation at such address is Brad Truman Williams.

ARTICLE VI

The incorporator is Brad Truman Williams, and his address is 3120 Hamblin Way, Wellington, FL 33414.

FILED
09 JUN 24 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H09000149718 3

JUN-24-2009 13:49

SMITH GAMBRELL RUSSELL

904 5986300 P.03/06

6/23/2009 11:15:24 AM

Van Ness, Paige G.

ATLACU01.0.0

H09000149718 3

FILED
09 JUN 24 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The names and residence addresses of the directors who are to serve initially as the Board of Directors of the Corporation are as follows:

Director:

Residence Address:

Earl Truman Herring, Jr.

22556 Middletown Drive, Boca Raton FL 33428

Anthony L. Hoffman

442 Rainbow Springs Terrace, Royal Palm Beach,
FL 33411

Luis Gabriel Coutinho Carvalho Matos

Rua das Mangueiras, N22, Km 17, Itapuan,
Salvador, Bahia, Brazil 41-620-600

Brad Truman Williams

3120 Hamblin Way, Wellington, FL 33414

ARTICLE VIII

No director of the Corporation shall be personally liable to the Corporation for monetary damages for breach of duty of care or other duty as a director; provided, however, to the extent required by applicable law, this Article shall not eliminate or limit the liability of a director (i) for any appropriation, in violation of his duties, of any business opportunity of the Corporation; (ii) for acts or omission which involve intentional misconduct or a knowing violation of the law; (iii) for the types of liability set forth in Section 617.0832, Florida Statutes; or (iv) for any transaction from which the director derived an improper personal benefit. If applicable law is amended to authorize corporate action further eliminating or limiting the liability of directors, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by applicable law, as amended. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any acts or omissions occurring prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE IX

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended from time to time.

ARTICLE X

The Corporation shall have no stock or stockholders. The Corporation shall pay no dividends, and no part of the income or profit of the Corporation shall be distributed to its directors or officers except that the Corporation may pay expenses or compensation in a

H09000149718 3

JUN-24-2009 13:49

SMITH GAMBRELL RUSSELL

904 5986300 P.04/06

6/23/2009 11:15:46 AM

Van Ness, Paige G.

ATLACU01.0.0

H09000149718 3

reasonable amount to its directors or officers for services rendered in furtherance of its purposes set forth in Article IX hereof.

ARTICLE XI

In the event of dissolution of the Corporation, to the extent allowed under applicable law, after all lawful debts and liabilities of the Corporation have been paid, all the assets of the Corporation shall be distributed to, or its assets shall be sold and the proceeds distributed to, another organization organized and operating for the same purposes for which the Corporation is organized and operating, or to one or more corporations, funds or foundations organized and operating exclusively for religious, charitable, scientific, literary or educational purposes, which shall be selected by the Board of Directors of the Corporation; provided, however, that any such recipient organization or organizations shall at that time qualify as exempt from taxation under the provisions of Section 501(a) of the Internal Revenue Code of 1986, as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent law. In the event that upon dissolution of the Corporation the Board of Directors of the Corporation shall fail to act in the manner herein provided within a reasonable time, a court of competent jurisdiction in the county in which the principal office of the Corporation is located shall make such distribution as herein provided upon the application of one or more persons having a real interest in the Corporation or its assets.

[Signature on the following page]

FILED

09 JUN 24 AM 11:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H09000149718 3

JUN-24-2009 13:49

SMITH GAMBRELL RUSSELL

904 5986300 P.05/06

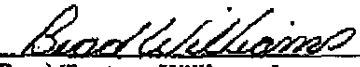
6/23/2009 11:16:08 AM

Van Ness, Paige G.

ATLACU01.0.0

H09000149718 3

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 23rd day of June, 2009, pursuant to Section 617.01201(6)(b), Florida Statutes.


Brad Truman Williams, Incorporator

Address: 3120 Hamblin Way
Wellington, FL 33414

FILED
09 JUN 24 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H09000149718 3

JUN-24-2009 13:49

SMITH GAMBRELL RUSSELL

904 5985300 P.06/06

H09000149718 3

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

In compliance with Florida Statutes Section 617.0501 the following is submitted:

Across Borders Ministries, Inc., desiring to organize as a not-for-profit corporation under the laws of the State of Florida, has designated 3120 Hamblin Way, Wellington, Florida 33414 as its initial Registered Office and has named Brad Truman Williams, located at said address, as its initial Registered Agent.

Brad Williams
Brad Truman Williams, Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 617.0501 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Brad Williams
Brad Truman Williams, Registered Agent

FILED
09 JUN 24 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H09000149718 3
TOTAL P.06