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COVER LETTER

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

SUBJECT: Frank Philip 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: FRANK PHILIP
Name (Printed or typed)

100 NW 47 TERRACE
Address

MIAMI FL 33127
City, State & Zip

954-559-1434
Daytime Telephone number

frank.philip@comcast.net
E-mail address: (to be used for future annual report notification)

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

**Articles of Incorporation
Frank Philip Ministries, Inc.**

A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation organized under Section 617 of Florida Statutes, adopts the following Articles of Incorporation:

Article I

Name:

The name of the Corporation is "**Frank Philip Ministries, Inc.**"

Article II

Principal Place of Business:

The principal office of the Corporation is located at:
100 Northwest 47th Terrace, Miami, Miami-Dade County, Florida, 33127.

The **Mailing Address:** The mailing address of the corporation is:
100 Northwest 47th Terrace, Miami, Florida, 33127.

**Article III
Registered Agent:**

The name of the registered agent of the corporation is Frank Philip. The address of the registered agent is 100 Northwest 47th Terrace, Miami, Florida, 33127.

**Article IV
Board of Directors:**

The method of selection of the Board of Directors and the number of Directors shall be stated in the bylaws. The Initial Board of Directors is:

Frank Philip (President/Treasurer)
100 Northwest 47th Terrace
Miami, Florida 33127

Jean-Claude Nicolas, Jr. (Vice President)
128 Canal Point Way
Delray Beach, Florida 33444

Judy Simonson (Secretary)
2914 Washington Avenue
Hollywood, Florida 33020

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Article V
Corporate Purposes:

1. This Corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.
2. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. and include the following:
 - A. To worship, to educate, to pray and to serve God;
 - B. To educate and ordain ministers to further Corporate Purposes;
 - C. To provide spiritual and legal counseling, advice and representation exclusively to other ministers, ministries, churches and charitable or religious organizations;
 - D. To form and maintain a church to further Corporate Purposes and conduct activities and services commonly carried out by churches;
 - E. To plan and organize local, regional, national and international services, conferences, classes and bring together individuals and organizations to pray, worship, discuss, teach, decide, and act upon religious topics;
 - F. To raise revenues for the purpose of financially supporting other ordained ministers and/or charitable and educational organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws;
 - G. To invite persons, lay or clerical status, to join in these purposes; and;
 - H. To engage in any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in cooperation with others, whether such others be persons or business organizations of any kind or nature.
3. All of the foregoing purposes shall be exercised exclusively for charitable and education purposes in such manner that the corporation will qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

Article VI
Section 501(c)(3), Internal Revenue Code Provisions:

1. **Corporate Provisions:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from US Federal and state income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.
2. **Exclusivity:** The Corporation is organized exclusively for charitable and educational purposes.
3. **No Private Inurement:** 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 V 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 public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. **Lobbying and Political Campaigns:** no substantial part of the activities of the Corporation shall consist of the carrying on or propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for civil public office.
5. **Dissolution:** Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.
6. **Private Foundation:** The Corporation is not a private foundation.

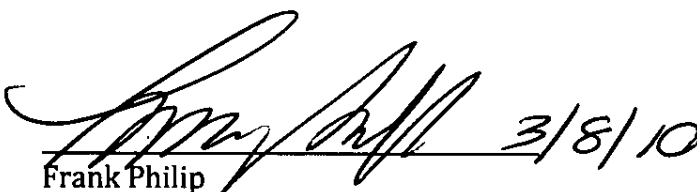
**Article VII
Indemnification:**

Any person (and the heirs, executors and administrators of such person) made or threatened to made a party to any action, suit, or proceeding by reason of the fact that he/she is or was a Director, Alternate Director, or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (of the heirs, executors, and administrators of such person) in connection with the investigation, defense, settlement or judgment of or in such action, suit, or proceeding, or in connection with any appearance therein, except in relation to matters as to which is shall be adjudged in such action, suit, or proceeding that such Director, Alternate Director, or Officer is liable for negligence or misconduct in the performance of his/her duties. The Corporation shall be entitled to obtain and maintain insurance in connection with this indemnification. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director, Alternate Director, or Officer (or such heirs, executors or administrators) may be entitled apart from this Article. It is the intention of this Article to provide indemnification to Directors, Alternative Directors, and Officers to the greatest extent possible under Florida law in existence at the time of the demand for indemnification and this Article shall therefore be interpreted in the context of this intention.

**Article VIII
Incorporators:**

The name and address of the Incorporator, together with his original signature, are contained below on these Articles of Incorporation.

These Articles of Incorporation are hereby executed by the Incorporator on this:
8th day of March, 2010.

by:  3/8/10
Frank Philip
Incorporator
100 Northwest 47th Terrace,
Miami, Florida 33127

Frank Philip Ministries, Inc.
A Florida "Not for Profit" Corporation

Registered Agent's Acceptance of Appointment

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

Frank Philip

Address: 100 Northwest 47th Terrace, Miami, Florida, 33127.



Frank Philip, Registered Agent

Date: March 8, 2010

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