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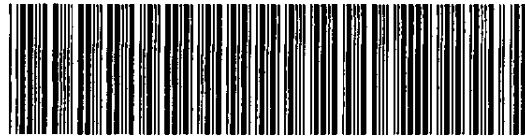
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2011 APR 29 PM 4:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

E. Dorch MAY 2 2011

Cover Page for
Articles of Incorporation
For
Side by Side International Ministries, Inc.

The enclosed check from Joseph Caro is for:

Filing fee	\$70.00
Certificate of Status	8.75
Certified Copy of Articles	<u>8.75</u>
Total	\$87.50



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 19, 2011

JOSEPH L CARO
2016 SCHOONER LANE
WESTON, FL 33327

SUBJECT: SIDE BY SIDE INTERNATIONAL MINISTRIES, INC.
Ref. Number: W11000021868

We have received your document for SIDE BY SIDE INTERNATIONAL MINISTRIES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 511A00009468

ARTICLES OF INCORPORATION OF
SIDE BY SIDE INTERNATIONAL MINISTRIES, INC.
A NONPROFIT CORPORATION

ARTICLE I. NAME

The name of the corporation is:

SIDE BY SIDE INTERNATIONAL MINISTRIES, INC.

ARTICLE II. AUTHORITY

The corporation is organized pursuant to the provisions of the Florida Not For Profit Corporation Act as amended.

ARTICLE III. PURPOSES

The corporation is organized exclusively for religious, charitable, educational, literary, and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, including but not limited to connecting the first world church of the United States with churches around the world for the purpose of evangelism, discipleship, ministry, and developing holistic improvement (physical, spiritual, economic) for people in other parts of the world, and distributions to or for the use of organizations exempt at the time under Section 501 (c)(3) of the Internal Revenue Code. Subject to the foregoing, the corporation shall have all powers authorized for nonprofit corporations, and not prohibited to nonprofit corporations, under the Florida Not For Profit Corporation Act.

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TALLAHASSEE, FLORIDA

ARTICLE IV. DURATION

The corporation shall have perpetual duration.

ARTICLE V. RESTRICTIONS

Section 1. No Private Inurement. No part of the net earnings or property of the corporation shall inure to the benefit of, or be distributable to, its directors, 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 III hereof. The corporation shall not have capital stock or shareholders.

Section 2. No Substantial Lobbying. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, provided that the corporation may make the election provided in Section 501 (h) of the Internal Revenue Code.

Section 3. No Political Campaigning. 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.

Section 4. Irrevocable Dedication. The income and assets of the corporation shall be irrevocably dedicated to its exclusive purposes.

ARTICLE VI. DIRECTORS

Section 1. Number. The Board of Directors shall consist of not fewer than three (3) members, and of not more than a maximum number determined by the Bylaws of the corporation as amended from time to time.

Section 2. Powers. The Board of Directors shall govern the corporation, and shall have all the rights and powers of a board of directors under the laws of the State of Florida and of the United States, as well as such other rights and authority as are herein granted. Such rights and powers shall include, but not be limited to, the power to adopt and amend the Bylaws and other corporate governing documents (except these Articles of Incorporation), by a majority vote, in any way not inconsistent with the Articles of Incorporation, the laws of the State of Florida, or the laws of the United States.

Section 3. Term. The term of each member of the Board of Directors shall be as established in the Bylaws.

Section 4. Election. Directors shall be elected by the remaining Directors by a majority vote, upon the expiration of a Director's term or a vacancy for any reason (including positions created by an increase in the number of Directors). If the Board of Directors is unable to select a successor Director(s), such successor(s) shall be appointed by the appropriate court of the county in which the principal

Florida office (or if none the Florida registered office) of the corporation is then located.

Section 5. Amendment. The Board of Directors shall have the power to amend these Articles of Incorporation, by a majority vote of the Directors then in office, in any way not inconsistent with the laws of the State of Florida or of the United States.

Section 6. Initial Directors. The initial Board of Directors shall consist of three members, whose names and addresses are:

RUSSELL JOHNSON	17701 N.W. 57 th Avenue Miami, Florida 33055
H. MICHAEL PETTY	1000 Southwest 9 th Street Plantation, Florida 33317
JAMES DRAKE	74 N. 6 th Street Lake Hamilton, Florida 33844
FRANK CASTANEDA	7675 Brunson Circle Lake Worth, Florida 33467
WILFREDO CRUZ	Calle 31 #826 Extension Verde Mar Punta Santiago, Puerto Rico 00741

ARTICLE VII. NO MEMBERS

Section 1. Members. The corporation shall not have members.

ARTICLE VIII. POWERS

Section 1. General. The corporation shall have all the rights and powers customary and proper for tax exempt nonprofit corporations, including the powers specifically enumerated in Section 617.0302 of the Florida Statutes Annotated as amended.

Section 2. Restrictions. Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a corporation to which contributions are deductible under Sections 170(b)(1)(A) or (B) and 170(c)(2) of the Internal Revenue Code.

Section 3. Charitable Trusteeship Etc. The corporation shall be empowered to hold or administer property for the purposes stated in Article III, including the power to act as trustee.

ARTICLE IX. DISSOLUTION

Section 1. Dissolution. The Board of Directors may cease corporate activities and dissolve and liquidate the corporation, by two-thirds vote.

Section 2. Liquidation. Upon the dissolution of the corporation, the Board of Directors shall pay or make provision for the payment of all of the liabilities of the corporation, and shall thereafter dispose of all of the assets of the corporation (i)

exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, in such manner as the Board of Directors shall determine, (ii) or exclusively to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3), and shall at the time be described in Section 170(c)(2) of such Code, as the Board of Directors shall determine.

Section 3. Contingent Provision. If any such assets are not so disposed of, the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the corporation is then located shall dispose of such assets exclusively for the purposes stated in Article III herein, and exclusively to such organization or organizations which are organized and operated exclusively for such purposes and at the time qualify as an exempt organization or organizations under such Section 501(c)(3), as said court shall determine.

ARTICLE X. CONTINGENT RESTRICTIONS

Section 1. Contingent Restrictions. In the event that the corporation is determined by the Internal Revenue Service to be a private foundation within the meaning of Section 509 of the Internal Revenue Code, and only during the period during which such determination applies, notwithstanding any other provision of these Articles of Incorporation, this Article X shall apply and the corporation shall:

(1) not engage in any act of “self-dealing” (as defined in Section 4941(d) of the Internal Revenue Code) that would subject the corporation to tax under Section 4941 of the Internal Revenue Code; (2) distribute its income for each taxable year for the purposes specified in Article III herein at such time, in such manner, and in such amounts as are necessary to avoid subjecting the corporation to tax under Section 4942 of the Internal Revenue Code; (3) not retain any “excess business holdings” (as defined in Section 4943(c) of the Internal Revenue Code) that would subject the corporation to tax under Section 4943 of the Internal Revenue Code; (4) not make any investments that would jeopardize the carrying out of any of the exempt purposes of the corporation (within the meaning of Section 4944 of the Internal Revenue Code) that would subject the corporation to tax under Section 4944 of the Internal Revenue Code; and (5) not make any “taxable expenditures” (as defined in Section 4945(d) of the Internal Revenue Code) that would subject the corporation to tax under Section 4945 of the Internal Revenue Code.

Section 2. IRC References. Each reference throughout these Articles to a section of the Internal Revenue Code shall be deemed to include the corresponding Provisions of any future United States Internal Revenue law.

ARTICLE XI. INITIAL OFFICE AND AGENT

Section 1. Registered Office. The name and street address and count of the initial registered agent and initial registered office of the corporation shall be JOSEPH L. CARO, 2016 Schooner Lane, Weston, Florida 33327.

Section 2. Principal Office. The mailing address of the initial principal office shall be 2016 Schooner Lane, Weston, Florida 33327.

ARTICLE XII. LIMITATION OF LIABILITY

Section 1. Limitation. The personal liability is hereby eliminated entirely of a director to the corporation for monetary damage for breach of duty of care or other duty as a director, provided that such provision 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 omissions which involve intentional misconduct or a knowing violation of laws; (iii) For the types of liability set forth in the Florida Not for Profit Corporation Act as amended; (iv) For any transaction from which the director received an improper personal benefit; or (v) For any excise tax prescribed by Internal Revenue Code Sections 4940 through 4945, not restricting from providing insurance in connection with such excise taxes.

Section 2. No Effect on Prior Liability. Such provision shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date of these Articles of Incorporation when such provision becomes effective.

Section 3. Amendment. Any repeal or modification of the provisions of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the corporation with respect to any act or omission occurring prior to the effective date of such repeal or modification, and must be approved by 75% of the directors present at a duly noticed meeting with a quorum present. In the event of any amendment of the Florida Nonprofit Corporation Act to authorize the further elimination or limitation of liability of directors, then the liability of a director of the corporation shall be limited to the fullest extent permitted by the amended Florida Nonprofit Corporation Act, in addition to the limitation on personal liability provided herein.

Section 4. Severability. In the event that any provision of the Article (including a clause) is held by a court of competent jurisdiction to be invalid, void, or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

ARTICLE XIII. OFFICERS OF CORPORATION

Section 1. Names, addresses, and titles of officers.

Joseph L. Caro President
2016 Schooner Lane
Weston, Florida 33327

Martha B. Caro Vice-President
2016 Schooner Lane
Weston, Florida 33327

Melissa Haggit
884 Golden Cane Drive
Weston, Florida

ARTICLE XIIV. INCORPORATOR(S)

Section 1. Incorporator(s). The name and address of the incorporator(s), who is a citizen(s) of the United States, is:

JOSEPH L. CARO
2016 Schooner Lane
Weston, Florida 33327

IN WITNESS WHEREOF, the undersigned incorporator or attorney for
and representative of the incorporator has executed these Articles of Incorporation,
pursuant to the Florida Not For Profit Corporation Act.

By: Joseph L. Caro
JOSEPH L. CARO
2016 Schooner Lane
Weston, Florida 33327

**ARTICLE XV. CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The name of the corporation is:

Side by Side International Ministries, Inc.

2. The name and address of the registered agent and office is:

Joseph L. Caro

2016 Schooner Lane

Weston, Florida 33327

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TALLAHASSEE, FLORIDA

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 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.

Joseph L. Caro
(Signature)

April 25, 2011
(Date)