

N11000005314

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

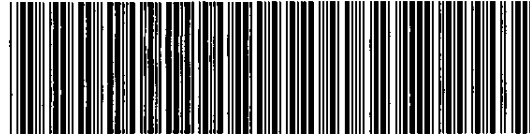
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



700208258357

05/31/11--01008--007 \*\*70.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2011 MAY 31 AM 11:15

FILED

J. Shivers JUN 01 2011

COVER LETTER

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

SUBJECT: EKKLESIA MINISTRIES INTERNATIONAL, 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: MICHELE DIGLIO-BENKIRAN, ESQ.  
Name (Printed or typed)

1999 WEST COLONIAL DR. #204  
Address

ORLANDO, FL 32803  
City, State & Zip

407-581-2565  
Daytime Telephone number

MICHELE@BENKIRANLAW.COM  
E-mail address: (to be used for future annual report notification)

FILED  
2011 MAY 31 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION**  
**of**  
**EKKLESIA MINISTRIES INTERNATIONAL, INC.**  
**A Florida not-for-profit corporation**

In compliance with Chapter 617, F.S., (Not for Profit):

**ARTICLE I- NAME.**

The name of the corporation shall be "Ekklesia Ministries International, Inc." (hereinafter referred to as the "Corporation").

**ARTICLE II - PRINCIPAL ADDRESS.**

The principal address of the corporation is 1999 West Colonial Drive, Orlando, Florida 32804.

**ARTICLE III- PURPOSE.**

It is intended that the Corporation is organized exclusively for religious, charitable, scientific, and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law, for the following such purposes:

1. To conduct a local and international church by the direction of the Lord Jesus Christ, under the leadership of the Holy Spirit, and in accordance with the Holy Bible;
2. To proclaim the Christian faith and to spread the Gospel of Jesus Christ as revealed through the Holy Scriptures by all means of communication, whether visual, verbal or written, including but not limited to radio, television, internet, seminars, crusades and all other forms of mass media, in fulfillment of the Great Commission given by Jesus Christ;
3. To conduct regular religious worship services as a family of believers through various types of ministries;
4. To preach, teach, foster, train, equip, and build up followers in the Christian faith through the Bible/Word of God in New Testament discipleship;
5. To license and ordain ministers;
6. To ordain covenant partners as elders and deacons of the Corporation.
7. To send out and promote missionary evangelism in the United States of America and foreign countries throughout the world.
8. To organize churches and foster their development, local sovereignty and independence according to the Bylaws of the Corporation. Such churches shall be of a religious, charitable, scientific or educational purpose as more particularly described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

FILED  
2011 MAY 31 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9. To erect, rent, purchase, construct, own, operate and maintain church buildings, leasehold estate premises, social halls, business offices, school buildings, recreational facilities, parsonages, and such other structures as deemed necessary and to organize and promote such activities as deemed necessary for the upkeep and maintenance of same.

10. To collect, solicit, and accept funds, gifts, and other donations and subscriptions; to hold in trust (subject to Florida Statute §617.21), mortgage, lease, sell, or otherwise dispose or acquire property, real, chattel, or intangible, in keeping with the recited purposes of the Corporation.

11. To exercise all powers and authorities that are necessary or convenient for the purposes for which the Corporation is formed.

12. To conduct any and all religious, charitable, scientific or educational activities which the Board of Directors of the Corporation deems in furtherance of the purposes for which this Corporation was formed and in accordance with the Bylaws of the corporation.

This Corporation is not organized, nor shall it operate, for pecuniary gain or profit and is organized solely for not-for-profit purposes. Notwithstanding any other provision of these Articles of Incorporation or the Bylaws of the Corporation, no member, trustee, officer, employee, or representative of the Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501(c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law, or by an organization, contributions to which are now deductible under Section 170 (c )(2) and 509 (a) (1) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE IV- COVENANT PARTNERS.**

The Corporation shall not have any formal membership with voting privileges. Instead, the Church shall have non-voting members known as "covenant partners" which shall be more particularly described in the Bylaws of the Corporation.

#### **ARTICLE V-CORPORATE EXISTENCE.**

The existence of the Corporation shall be perpetual unless dissolved according to law.

#### **ARTICLE VI-MANAGEMENT**

The affairs of the Corporation shall be managed by the Board of Directors and administered through its officers, which shall be a President, Vice President, Secretary and Treasurer. Officers of the Corporation shall be elected in a manner more particularly set forth in the Bylaws of the Corporation. The Board of Directors of the Corporation shall consist of no less than three (3) and no more than five (5) directors as more particularly set forth in the Corporation's Bylaws. Directors shall be elected and appointed in a manner more particularly set forth in the Corporation's Bylaws.

## **ARTICLE VII- OFFICERS.**

The current officers of the Corporation who shall administer the business of the Corporation until their successors are elected pursuant to the Bylaws of the Corporation Bylaws, are as follows:

President : James Miranda- 1113 Little Creek Road, Orlando, Florida 32825

Vice President: Ben Benkiran – 1999 West Colonial Drive, Orlando, Florida 32804

Secretary: Michele Diglio-Benkiran – 1999 West Colonial Drive, Orlando, Florida 32804

Treasurer: Renee Miranda – 1113 Little Creek Road, Orlando, Florida 32825

## **ARTICLE VIII- AMENDMENT OF THE ARTICLES OF INCORPORATION.**

The Corporation's Articles of Incorporation may be amended, altered, or rescinded by a seventy-five percent (75%) vote of the Board of Directors at a meeting of the Board of Directors where a quorum of the Board of Directors are present.

## **ARTICLE IX- ASSETS UPON DISTRIBUTION.**

The Corporation is organized exclusively for religious 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the Corporation shall insure to the benefit, or be distributable to its covenant partners, trustees, officers, directors 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 its purposes set forth in these Articles of Incorporation.

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 Internal Revenue Code of 1986, or the corresponding provision(s) of any future federal tax code(s) or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provision(s) of any future federal tax code(s).

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation, or for one or more other exempt purposes, in such manner, or to one or more organizations

described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision(s) of any future federal tax code(s)), as the Board of Directors shall then determine. Any of such assets not so disposed of shall be disposed of by a court of appropriate jurisdiction 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 XII-REGISTERED AGENT.**

The registered agent for the corporation is James Miranda having an address at 1113 Little Creek Road, Orlando, Florida 32825.

#### **ARTICLE XIII- POWERS.**

The Corporation shall have the power, subject to the laws of the State of Florida, to hold, own, work, develop, improve, divide and subdivide, process, sell, convey, lease, mortgage, pledge, exchange and otherwise deal in and dispose of property of all kinds, real personal and mixed, including stocks, bonds and securities issued and created by any other corporation in any other state or in any other country and whether now or hereafter organized, and including all rights, corporal and incorporeal hereditaments appurtenant thereto; to purchase, establish, operate and publish or cause to be published journals, books, bulletins and advertising matter; to build, construct, maintain and operate any of the properties above mentioned, and while owner of any property, to exercise all rights, powers and privileges of ownership to the same extent as natural persons might do, including the right to vote the stock of other corporations owned by it; to borrow money and secure the same and monies otherwise owing, by mortgages, debentures, bonds, deeds, or other obligations therefore; to enter into, make, perform, and carry out contracts, of every kind for any lawful purpose, to draw, make, accept, endorse, execute and issue promissory notes, drafts; bills of exchange, warranties, debentures and other transferrable instruments; to carry on all of its operations or businesses and to promote its objects and purposes within the State of Florida or elsewhere without restrictions as to place; to have, use, exercise and enjoy all the general powers of like corporations not for profit and to do and perform all such other things and acts as may be necessary or expedient in carrying on any of the businesses or acts set forth in this article and these Articles of Incorporation, subject to and consistent with the Corporation charges of not-for-profit corporations.

The foregoing clauses shall be construed as powers but no specific, general or special powers or purposes herein enumerated shall be determined exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

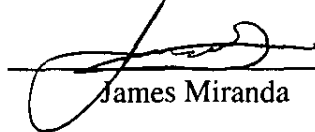
**ARTICLE IX- INDEMNIFICATION.**

To the fullest extent permitted by law, as now in effect or as may hereafter be amended, no director, officer, covenant partner, or other person who renders service to or for the Corporation, shall be liable, and no cause of action may be brought, for damages resulting from the exercise of judgment or discretion in connection with the duties or responsibilities of such director or officer, or, in the case of a covenant partner or other persons, for damages resulting from an act or omission in rendering such services, unless the act or omission involved willful or wanton conduct; provided, however such relief from liability shall not apply in any instance where such relief is inconsistent with any provision applicable to corporations described in Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**ARTICLE X- INCORPORATOR.**

The name and address of the incorporator of these Articles of Incorporation is James Miranda whose address is 1113 Little Creek Road, Orlando, Florida 32825.


**IN WITNESS WHEREOF**, the undersigned incorporator, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, hereby makes and files these Articles of Incorporation, declaring and certifying that the facts stated herein are true and hereby subscribes thereto and sets his hand and seat this 24<sup>th</sup> day of May, 2011.

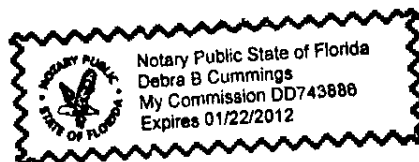
  
James Miranda

STATE OF FLORIDA)  
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me on this 24<sup>th</sup> day of May, 2011, by James Miranda. He is \_\_\_ personally known to me, X has produced a Florida driver's license as identification, or \_\_\_ has produced the following as identification:

(AFFIX NOTARY SEAL)

  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: DEBRA B. CUMMINGS  
Commission # DD743886



**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Florida Statutes §48.091 and Florida Statute §607.0505, the following is submitted in compliance with said act:

Ekklesia Ministries International, Inc., desiring to organize as a not for profit corporation under the laws of the State of Florida, with its registered office at 1113 Little Creek Road, Orlando, Florida 32832, has named James Miranda, located at the aforementioned registered office, as its registered agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of said act, as the same may apply to the Corporation

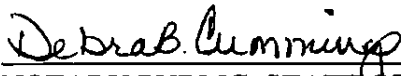
Dated this 24 day of May, 2011.

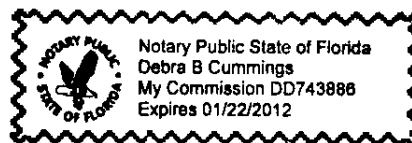
  
James Miranda, Registered Agent

STATE OF FLORIDA)  
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me on this 24<sup>th</sup> day of May, 2011, by James Miranda. He is \_\_\_ personally known to me, Xhas produced a Florida driver's license as identification, or \_\_\_ has produced the following as identification:

(AFFIX NOTARY SEAL)

  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: DEBRA B. CUMMINGS  
Commission # DD743886



2011 MAY 31 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED