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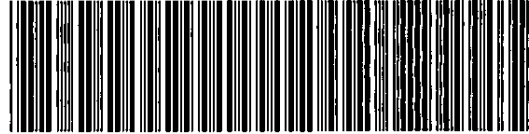
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Steven JUN 29 2011  
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## COVER LETTER

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

SUBJECT: Kingdom Palace, 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: Frances De Jesus  
Name (Printed or typed)

13411 Misti Loop

Address

Lakeland, FL. 33089

City, State & Zip

(863) 812-5424

Telephone number

kingdompalace4u@gmail.com

E-mail address: (to be used for future annual report notification)

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

# **ARTICLES OF INCORPORATION**

**of**

**Kingdom Palace, Inc.**

**(A Not For Profit Corporation)**

We, the undersigned natural person of age twenty-one (21) years or more, acting as incorporators of a corporation, **Not For Profit**, adopt the following Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statutes of the State of Florida.

## **Article I**

### **Name**

The name of the Corporation shall be **Kingdom Palace, Inc.**

## **Article II**

### **Duration**

The term of the Corporation shall be perpetual.

## **Article III**

### **Principal Office, Registered Agent And Address**

The address of the Corporation's principal office is 13411, Misti Loop, Lakeland, Florida 33809. The registered agent of the Corporation is Frances DeJesus whose address is 13411, Misti Loop, Lakeland, Florida 33809.

## **Article IV**

### **Corporate Seal**

The Corporate Seal of Corporation shall have inscribed thereon the name of the Corporation, the year of its incorporation and the words "CORPORATE SEAL" AND "FLORIDA."

## **Article V**

### **Purposes**

The purpose for which the corporation is organized is exclusively for religious, educational, charitable and scientific, that are described in Section 501 (c)(3) of the Internal Revenue Code of 1986.

(1) To unite in this initiative action for the good of our community;

(2) To support individuals in areas of: (mind, body, soul, building relationships, leadership skills and finances);

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- (3) To provide such services by: (mentoring, counseling, educating and hands- on activities);
- (4) To develop needed programs/ non- existing: (targeting areas of concerns);
- (5) To equip people in areas that they feel passionate about for job placement;
- (6) To collaborate with other resources: (for the enhancement of these programs);
- (7) To ensure that all are serviced fairly regardless of race, creed, sex, religion, color or national origin; and
- (8) To demonstrate the Love within ourselves by serving our community in this capacity.

**In furtherance, but not in limitation of the forgoing purposes, this Corporation shall have the power and authority:**

- (1) To receive assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, object and purposes of this Corporation; to enter into agreements or contracts for contributions to this organization for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the by-laws.**
- (2) To establish an office and employ such assistance and clerical force as may be necessary and proper in the judgment of the Board of Directors, and pay reasonable compensation for the services of such persons.**
- (3) To distribute, in the manner, form and method, and by the means determined by the Board of Directors of the Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in furtherance of these objects and purposes are and shall continue to be impressed with a trust for such purposes.**
- (4) To purchase, acquire, own, hold, guarantee, sell, design, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of indebted or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers and privileges of ownership.**

(5) To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which the Corporation, is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits for the laws of the State of Florida applicable to this Corporation of the character, including but not limited to the powers described in Section 617.0302 of the Florida Statutes.

#### **Article VI** **Limitation**

1. Notwithstanding any other provision of these articles, this 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 or the corresponding provisions of any future United States Internal Revenue Law.

2. The Corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.

3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, officers and members 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 purpose set forth above.

#### **Article VII** **Management**

The management of the Corporation shall be vested in a Board of Directors. The number of Directors is three (3). The number of Directors may be increased from time to time in accordance with the Bylaws, but shall not be less than three (3). The Directors shall be elected in the manner prescribed by the Bylaws.

The name and address of each Director and their position in the Corporation are as follows:

Frances De Jesus (P)  
13411 Misti Loop  
Lakeland, FL. 33809

Jessica Chevalier (T)  
1142 E. Edgewood Dr.  
Lakeland, FL. 33803

Graciela Garzon (S)  
517 Windsor St.  
Lakeland, FL. 33803

## **Article VIII**

### **Dissolution**

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the bylaws and shall include that:

(1). Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows:

(a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made:

(b) Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and

(c) All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more religious, charitable, education or scientific organizations (i) which are described in Section 509 (a) (1), (2), or (3), and (ii) to which deductible contributions can be made under Section 170(c) (2), 2522 (a) (2), as the Board of Directors shall select.

## **Article IX**

### **Indemnification**

Every Director and officer of the Corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a Director or officer may be a party or may become involved by reason of being or having been a Director or officer at the time such expense incurred, except when the Director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approve such settlement and reimbursement is being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled by law. Appropriate liability insurance shall be provided for every officer, Director and agent of the Corporation in amounts determined from time to time by the Board.

**Article X**  
**Fiscal Year**

The fiscal year of the Corporation shall begin April 1st and end on March 31st of each calendar year.

**Article XI**  
**Territory**

The territory in which the operations of the Corporation is principally to be conducted in Polk County, Florida.

**Article XII**  
**Rules of Order**

The rules contained in the current edition of Robert Rules of Orders, newly revised, shall govern all meetings of the Corporation.

**Article XIII**  
**Amendments**

These Articles of Incorporation may be amended when such amendment is proposed and adopted by a resolution by the Board of Directors of the corporation at any business meeting of the corporation and shall become effective when such resolution is duly certified by the Secretary of the corporation and filed with Secretary of the State of Florida.

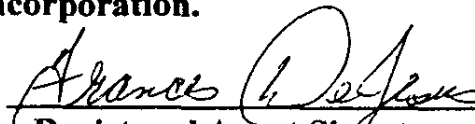
INWITNESS WHEREOF, we the undersigned do acknowledge these  
Articles of Incorporation and accordingly have hereunto set hands this  
13<sup>th</sup> day of June A.D. 2011.

  
Frances De Jesus

  
Jessica Chevalier

  
Graciela Garzon

By signing, I hereby as registered agent accept responsibility for the  
designation of this incorporation.

  
Registered Agent Signature

STATE OF FLORIDA  
COUNTY OF POLK

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28 JUN 28 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized  
in the State and County aforesaid to take acknowledgements, personally  
appeared: 6/13/11

Frances De Jesus  
Graciela Garzon  
Jessica Chevalier

To me well known to be the persons described in the forgoing Amended and  
Restated Articles of Incorporation and Acknowledge before me that they  
subscribe to same.

  
Notary Public

