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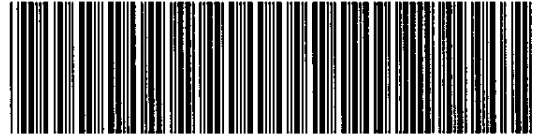
(Business Entity Name)

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DIVISION OF CORPORATIONS
11 SEP 12 PM 2:08

PS 9/13/11



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 2, 2011

CLIFTON H RODRIQUEZ, CPA
3146 NW 68TH ST
FT LAUDERDALE, FL 33309-1206

SUBJECT: DR. JAMES N. FRANCIS M MINISTRY, INC.
Ref. Number: W11000045605

We have received your document for DR. JAMES N. FRANCIS M MINISTRY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return 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) 245-6901.

Pamela Smith
Regulatory Specialist II

Letter Number: 911A00020510

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TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: DR. JAMES N. FRANCIS MINISTRY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: CLIFTON H. RODRIQUEZ, CPA
Name (Printed or typed)

3146 NW 68TH STREET
Address

FORT LAUDERDALE, FLORIDA 33309-1206
City, State & Zip

(954)969-9380
Daytime Telephone number

crodzzz@bellsouth.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

Of

Dr. James N. Francis Ministry, Inc.

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THE UNDERSIGNED, Dr. James N. Francis, Executive Director/CEO of Dr. James N. Francis Ministry, Inc., a Florida not-for-profit corporation (hereafter referred to as "the Ministry"), for and on behalf of the Ministry, hereby executes these Articles of Incorporation for the Ministry:

Article No. 1: The name of the Corporation is Dr. James N. Francis Ministry, Inc.

Article No. 2: The Purpose of the Ministry

The Ministry was established for religious, educational, Christian edification and charitable purposes within the meaning of Section 501(c)(3) of the *Internal Revenue Code* of 1986 (or the corresponding Section of any future U.S. Internal Revenue Law), including the making of distribution to organizations that qualify as exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future U.S. Internal Revenue Law).

The Ministry shall function as a Christian edification, and charitable entity, which will provide Christian edification, spiritual enlightenment, charitable, educational and tutorial services to others with like minds in communities in the state of Florida as well as the United States. The entity shall function under the auspices of Section 501(c)(3) of the Internal Revenue Code.

The purpose for which this Ministry is organized shall be limited to those which are strictly outlined above. In no event shall the Ministry engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempted from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (3) of a corporation, contributions to which are deductible under Section 170(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under.

The Ministry shall not engage, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Ministry participate in or intervene in (including the publishing or distributing of statements) political campaign on behalf of any candidate for public office, nor shall the Ministry engage in subversive activities.

Articles of Incorporation

Of

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Dr. James N. Francis Ministry, Inc.

Article No. 3- Powers of the Ministry

The Ministry shall have all the powers granted to not-for-profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Ministry is organized. In the event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under, nor shall the Ministry engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Ministry shall inure to the benefits of any private individual.

Article No.4-Beneficiaries of the Ministry

People from all walks of life will benefit from spiritual and edification services rendered by this Ministry.

Article No.5-Term of Existence

The Ministry will be an ongoing or perpetual in its nature.

Article No.6-Officers, Trustees/Directors of the Ministry

The following officers/trustees have been initially appointed to serve:

<u>Name of Officer</u>	<u>Position</u>
1. Dr. James N. Francis	Executive Director/CEO
2. Mrs. Edna J. Francis	Executive Vice President/Trustee
3. James N. Francis	Chairperson/Board of Trustees
4. Clifton H. Rodriquez, CPA	Board Advisor/Consultant/Trustee

Articles of Incorporation

Of

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Dr. James N. Francis Ministry, Inc.

Article No.7-The Executive Board

The officers/trustees of the Ministry shall make up the Executive Board. The Executive Board shall function as senior management of the Ministry. Members of the Executive Board will be appointed in accordance with the Bylaws. The Executive Board is the body charged with the management and responsibility for running the organization. The Board shall establish the objective of the organization and determine the policy for the development of said objectives. The Executive Board shall promote the organization, organize new chapters and serve as advisors for new chapter. When necessary this board shall duly transact business for the success of the organization.

Article No.8-The By-laws of the Ministry

The By-Laws of the Ministry shall be initially approved by a majority vote of the Executive Board and thereafter may be altered or rescinded by a majority vote of the Executive Board, or a majority vote of the members at the annual meeting of the Executive Board or the members, or at a duly called meeting of the Executive Board or members in accordance with the By-Laws.

Article No.9-Dissolution of the Ministry

Upon the liquidation or dissolution of the Ministry, its assets, if any, remains after the payment of all liabilities of the Ministry, shall be distributed to organizations that are organized and operated exclusively for religious purposes and is tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and the applicable rules and regulations there under. The organization to which the net assets will be distributed will be selected by the organization, or competent court in the County where the organization is located. No parts of the assets or net earnings, current or accumulated, of the Ministry or any of its subsidiaries shall inure to the benefit of any persons or group of individuals.

Article No. 10-Unrelated Executive Board Members

As soon as it is feasible, and if it becomes necessary, the Ministry shall appoint outside members to serve on the Executive Board. The outside Board members must be Christian men or women who qualify to be appointed to the positions, and shall govern in accordance with the bylaws of the Ministry.

Articles of Incorporation

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Dr. James N. Francis Ministry, Inc.

Article No. 11-The Ministry Mailing Address & Principal Office

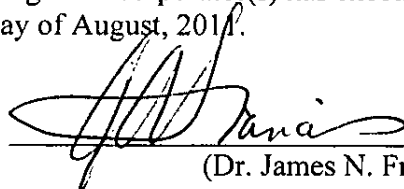
The mailing address of the Ministry shall be the following: 19700 NE 22nd Avenue, North Miami Beach, Florida 33180. This will be the corporate mailing address until such time as the Executive Board agrees to change the mailing address.

Article No. 12-Prohibition

No part of the net earnings of the Ministry shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private person, except that the Ministry 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 in the preceding articles hereof. Notwithstanding any other provision of these articles, this organization shall not carry on any activities 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.

Article No. 13-Incorporator(s)

The undersigned incorporator(s) has executed these articles of incorporation on this 30th day of August, 2011.



(Dr. James N. Francis)

Certificate of Designation of Registered Agent/Registered Office

PURSUANT TO THE PROVISION 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/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is **Dr. James N. Francis Ministry, Inc.**
2. The name and address of the registered agent and office are as follows:

Dr. James N. Francis
19700 NE 22nd Avenue
North Miami Beach, Florida 33180

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Having been named as registered agent and to accept service for the above state 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 obligation of my position as registered agent.


(Signature of Registered Agent)

8/29/11
Date