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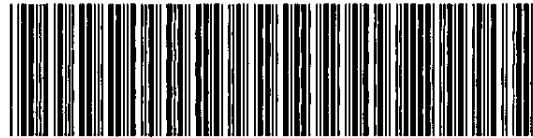
(Business Entity Name)

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12 OCT -1 PM 12:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: DGROUP 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: LUIS DUARTE
Name (Printed or typed)

8964 NW 146TH TERRACE
Address

MIAMI LAKES, FL 33018
City, State & Zip

305-733-4290
Daytime Telephone number

DGroupministries@gmail.com
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
DGroup Ministries, Inc.
In Compliance with Chapter 617, F.S., (Not for Profit)

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TALLAHASSEE, FLORIDA

ARTICLE I **NAME**

The name of the corporation shall be: DGroup Ministries, Inc.

ARTICLE II **PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

8964 NW 146th Terrace
Miami Lakes, FL 33018

ARTICLE III **PURPOSE**

The purpose for which the corporation is organized is to provide a setting where youth and young adults can be equipped with the life changing power of Jesus Christ and His Word; creating a safe, loving environment where they can turn to individuals they can trust. The organization will provide these young adults with mentoring opportunities to become spiritual leaders in their communities. These leaders will then have the ability to mentor new leaders; thus, going forth and becoming living examples of The Great Commission.

This organization is organized exclusively for charitable, religious, educational or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of these purposes.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 organization shall not carry on any other activities not permitted to be carried on

- (a) by an organization exempt from Federal income tax under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal tax code or
- (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or 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 exclusively for such purposes or to such organization or organizations that are organized and operated exclusively for 501 (c)(3) purposes.

ARTICLE IV **MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

The initial board of directors was elected by Luis Duarte. Future directors will be elected by a majority vote by the board of directors.

ARTICLE V **INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation, who was wholly successful in the defense of any proceeding(s) to which the director or officer was a party to, or because the director or officer is or was a director or officer of the Corporation, against reasonable attorney fees and expenses incurred by the director or officer in connection with said proceeding(s). The Corporation may indemnify an individual made a party to a proceeding(s) because the individual is or was a director, officer, employee or agent of the corporation, against liability if authorized in the specific case, after determination in the manner required by the Board of Directors, that indemnification of the director, officer, employee or agent, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors, officers, employees and agents of the Corporation. Indemnification shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee, or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law.

All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee, or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer" "employee", and "agent" shall include the heirs, estates, administrators, executors, and personal representatives of such persons.

ARTICLE VI **INITIAL DIRECTORS AND/OR OFFICERS**

The names, addresses, and titles of the initial directors and/or officers are:

Luis Duarte
Director/President
8964 NW 146th Terrace
Miami Lakes, FL 33018

Mayra Duarte
Director/Vice President/Treasurer
8964 NW 146th Terrace
Miami Lakes, FL 33018

Amanda Duarte
Director/Secretary
8964 NW 146th Terrace
Miami Lakes, FL 33018

Lanny Menendez
Director/Coordinator
7100 Pines Blvd., Ste 23
Pembroke Pines, FL 33024-7355

Ken Delisi
Director/Facility Coordinator
13556 SW 102 Lane
Miami, FL 33186

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TALLAHASSEE, FLORIDA

ARTICLE VII **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent is:

Luis Duarte
8964 NW 146th Terrace
Miami Lakes, FL 33018

ARTICLE VIII **INCORPORATOR**

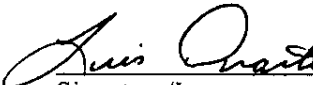
The name and address of the Incorporator is:

Luis Duarte
8964 NW 146th Terrace
Miami Lakes, FL 33018

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.


Signature/Registered Agent

Luis Duarte 9/25/12
Print Name Date


Signature/Incorporator

Luis Duarte 9/25/12
Print Name Date