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FLORIDA PROFIT/NON PROFIT CORPORATION  
EAGLE'S NEST MINISTRIES INTERNATIONAL, INC.

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 19, 2014

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SUBJECT: EAGLE'S NEST MINISTRIES INTERNATIONAL, INC,  
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

You must list at least one incorporator with a complete business street address.

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Claretha Golden  
Regulatory Specialist II  
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ARTICLES OF INCORPORATION  
Of  
EAGLE'S NEST MINISTRIES INTERNATIONAL, INC.

THE UNDERSIGNED, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

Article I

The name of the corporation shall be: Eagle's Nest Ministries International, Inc.

Article II

The principal place of business and the mailing address of this corporation shall be: 90 Edgewater Drive, Apt. 1023, Coral Gables, Florida 33133

Article III

The purpose for which the corporation is formed and the business and the objects to be carried on and promoted by it, are as follows:

- 1- The purpose for which the corporation is organized are to receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income there from and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
- 2- The main purpose for which the corporation is organized is to help underprivileged women and children in theirs spiritual and emotional needs throughout prayers, Christian counseling, and the teaching and preaching of the Word of God, the Bible, and to perform all activities inherent to a Christian ministry, such as making and receiving charitable contributions and helping people in needs.

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- 3- To erect and maintain a building or buildings for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above mentioned.
- 4- To solicit funds and donations in kind and from time to time to further the purposes of this corporation.
- 5- To acquire and receive by purchase, donation or otherwise, any real personal or mixed, and to hold, use and dispose of the same.
- 6- To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business: and to secure loans by mortgage, pledge, deed of trust, or other lien.
- 7- To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.
- 8- To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.
- 9- No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on each propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.
- 10-Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried by an organization exempt from taxation under Section 501(c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they

now exist or as they may hereafter be amended or by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

11-Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and 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 1954 (or the corresponding provisions of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Miami-Dade County, Florida in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said script shall determine, which are organized and operated exclusively for such purposes.

12- The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida and to exercise those powers in the accomplishments of its objects and purposes.

#### Article IV

The manner in which the directors are elected or appointed shall be: Stated in the By-Laws

#### Articles V

The name and street address of the initial registered agent shall be:

Sandra Carcamo  
90 Edgewater Drive, Apt. 1023  
Coral Gables, Florida 33133

#### Article VI

The name and street addresses of the incorporator of these Articles of Incorporation shall be:

Sandra Carcamo  
90 Edgewater Drive, Apt. 1023  
Coral Gables, Florida 33133

## Article VII

The affairs of the corporation shall be managed by a President, Vice President, Treasurer and Secretary and such other officers as may from time to time be created by the Board of Directors. The names of the Officers and the office they shall hold until the first election shall be:

President/Chairman of the Board – Sandra Carcamo  
Vice President/Director – Amy Mckuhen  
Treasurer/Secretary/Director – Alejandro D. Simkovitz

## Article VIII

The manner of the Board of Directors shall never be less than three (3) in number. Initially the Board of Directors shall consist of (3) persons whose names and addresses are as follows and who shall serve as Directors until the first election:

Sandra Carcamo - 90 Edgewater Drive, Apt. 1023, Coral Gables, Fl 33133  
Amy Mckuhen - 2200 Park Lane, Apt. 316, Hollywood, Fl 33021  
Alejandro D. Simkovitz - 90 Edgewater Drive, Apt. 1011, Coral Gables, Fl 33133

## Article IX

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

## Article X

The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a meeting called especially for that purpose and after giving at least ten (10) days notice of said meeting in writing.

## Article XI

The corporation shall hold an annual meeting with its directors as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

The undersigned incorporator has executed these Articles of Incorporation this 5th day of May, 2014.

  
\_\_\_\_\_  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered agent, in the state of Florida.

First that Eagle's Nest Ministries International, Inc, desiring to organize under the laws of the state of Florida with its principal office, as indicated in this articles of Incorporation, has named Sandra Carcamo, located at 90 Edgewater Drive, Coral Gables, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

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.

SIGNATURE \_\_\_\_\_

  
Registered Agent

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