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M. MOON
NOV 15 2016

COVER LETTER

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

SUBJECT: Paugh International Incorporated
(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: Dwayne Clemmons
Name (Printed or typed)

5505 Raleigh Rd
Address

Henrico, VA 23231
City, State & Zip

804.909.7339
Daytime Telephone number

dmcc@dmcministries.net
E-mail address: (to be used for future annual report notification)

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

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**ARTICLES OF INCORPORATION
OF
PAUGH INTERNATIONAL INCORPORATED**

ARTICLE I

NAME

The name of the corporation will be PAUGH INTERNATIONAL INCORPORATED

ARTICLE II

PRINCIPAL OFFICE

The address of the principal office is 3808 Spoonbill Ave., Orlando, FL 32822. The mailing address is 1140 Castlewood Terrace, Casselberry, FL 32707

ARTICLE III

PURPOSES AND RESTRICTIONS

Section 1. The corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code).

Section 2. In carrying out the purposes of the corporation, the corporation is authorized to: carry on such educational, charitable, religious and scientific activities as are a part of providing ministry services to the public; and solicit, receive, maintain and distribute funds and other assets and to administer and apply the income and principal thereof exclusively for the charitable, religious, educational, and scientific activities of the Corporation or, within the scope of Section 509(a)(1), (a)(2) or (a)(3) of the Internal Revenue Code, or any entity

sponsored by or otherwise associated or affiliated with the Corporation which is an exempt organization described in Section 501(c)(3) of the Internal Revenue Code, and, in furtherance thereof, to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real or personal, or any interest therein, and to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as will best promote the purposes of the Corporation; and carry out all other objects as stated in these Articles of Incorporation and to engage in any lawful activities for which corporations may be organized under Florida law and within the scope of activities permissible under Section 501(c)(3) of the Internal Revenue Code.

Section 3. No part of the net earnings of the Corporation will inure to the benefit or be distributed to its Directors, Officers, or other private persons, except that the Corporation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

Section 4. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation will not engage in, carry on or conduct any activities not permitted to be engaged in, carried on, or conducted by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future Federal tax code), contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provisions of any future Federal tax code.

Section 5. No substantial part of the activities of the Corporation will involve the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation will not participate in, or intervene in, including the publishing or distribution of statements, and political campaign on behalf of any candidate for public office.

Section 6. The Corporation will distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1986, as amended, and the Corporation will not (a) engage in any act of self-dealing as defined in Section 4941 (d) of the Code; (b) retain any excess business holdings as defined in Section 4943 (c) of the Code; (c) make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code; or make any taxable expenditures as defined in Section 4945 (d) of the Code.

ARTICLE IV

DIRECTORS

Section 1. Number and Qualifications. The initial Directors will be those set forth below. The minimum and maximum number of Directors and the qualification of such Directors will be set forth in the By-Laws of the Corporation.

Section 2. Term and Election. The initial directors will serve until the annual meeting scheduled for December 2017. Future directors will be nominated by their predecessor or other directors. The board of directors shall vote and approve the nominee and they shall hold office until the next election of the Board of Directors or until his or her death, resignation or removal from office.

Section 3. Powers. The Board of Directors will manage and govern the affairs of the Corporation and will have all rights and powers of directors under applicable laws of the Commonwealth of Virginia including the power to adopt and amend By-Laws of the Corporation.

Section 4. Vacancies. Vacancies in the Board of Directors will be filled forthwith by the remaining directors until the next annual meeting of the Corporation at which a replacement is elected.

ARTICLE V

INITIAL OFFICERS AND/OR DIRECTORS

James Paugh, President
1140 Castlewood Terrace
Casselberry, FL 32770 USA

Amber Paugh, Secretary/Treasurer
1140 Castlewood Terrace
Casselberry, FL 32770 USA Winter

Jamie E. Santo, Vice-President
1913 Kods Ct
1 Winter Garden, FL34787 USA

ARTICLE VI

REGISTERED AGENT

James Paugh, President
1140 Castlewood Terrace
Casselberry, FL 32770 USA

ARTICLE VII

INCORPORATOR

James Paugh, President
1140 Castlewood Terrace
Casselberry, FL 32770 USA

ARTICLE VIII

MEMBERS

The Corporation will have no members.

ARTICLE IX
DISSOLUTION

Upon dissolution of the Corporation, any property remaining after providing for debts and obligations of the Corporation will be distributed to an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code or any corresponding section of any future federal tax code, or such property will be distributed to the Federal Government, or a state or local government, for a public purpose. The determination of disposition will first be made by majority vote of the Board of Directors. Any such assets not so disposed of will be disposed of by a Court of Competent Jurisdiction of the county or city in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court will determine, which are organized and operated exclusively for such purpose.

ARTICLE X
INDEMNIFICATION AND LIMITATION OF LIABILITY

Section 1. Indemnification of Directors and Officers. The Corporation will indemnify each Director and Officer against liabilities, including judgments, awards, fines, amounts paid in settlement and reasonable attorney's fees, costs and other expenses and liabilities, incurred by him in connection with any actual or threatened action, suit or proceeding, whether civil, criminal, administrative or investigative (any of which is hereinafter referred to as a "proceeding") to which he may be made a party by reason for his being or having been a Director or Officer of the Corporation if: (i) he conducted himself in good faith; (ii) he believed, in his official capacity with the Corporation, that his conduct was in the best interests of the Corporation, and in all other cases, that his conduct was not opposed to the best

interests of the Corporation; and (iii) he had no reasonable cause to believe, in the case of any criminal proceeding, that his conduct was unlawful. The Corporation will not indemnify any Director or Officer against his willful misconduct or a knowing violation of the criminal law or against any liability incurred by him in any proceeding by or in the right of the Corporation in which the Director or Officer was adjudged liable to the Corporation or in any proceeding charging improper personal benefit to him or involving action in his official capacity, in which he was adjudged liable by a court of competent jurisdiction on the basis that personal benefit was improperly received by him.

Section 2. Determination. Except as specifically otherwise provided herein, the termination of a proceeding by judgment, order, settlement or conviction is not, of itself, determinative that an individual did not meet the standard of conduct set forth above or that the conduct of such individual constituted willful misconduct or a knowing violation of a criminal law. Unless ordered by a court of competent jurisdiction, any indemnification hereunder will be made by the Corporation upon a determination that indemnification of the individual is permissible in the circumstances because he met the standard of conduct set forth herein and the conduct of such individual did not constitute willful misconduct or a knowing violation of criminal law.

Section 3. Method of Determination. Such determination will be made: (i) by the Board of Directors by a majority vote of a quorum consisting of Directors who are not parties to such proceeding; or (ii) if such quorum cannot be obtained, by majority vote of a committee consisting of two or more Directors not at the time parties to the proceeding, designated by the Board of Directors, including Directors who are parties to the proceeding; or (iii) by independent legal counsel selected by the Board of Directors who are parties to the proceeding, or its committee designated in the manner heretofore provided for, or, if such a quorum of the Board of

Directors cannot be obtained and such a committee cannot be designated, independent legal counsel selected by a majority of the Board of Directors who are parties to the proceeding. The Board of Directors in making any such determination or referring any such determination to independent legal counsel must act with reasonable promptness when indemnification is sought by any Director or Officer.

Section 4. Advance for Expenses. Expenses incurred in defending any proceeding may be paid or reimbursed by the Corporation in advance of the final disposition of such proceeding, if authorized in the manner set forth in Section 3 of this Article, upon receipt of a written statement that (i) such Director or Officer in good faith believes that his conduct permits indemnification hereunder and (ii) such Director or Officer promises to repay such amount unless it will ultimately be determined that he is not entitled to indemnification.

Section 5. Indemnification of Employees and Agents. The Corporation may, but will not be required to, indemnify and advance expenses to employees and agents of the Corporation to the same extent as indemnification and advances of expenses are herein provided for with respect to Directors and Officers.

Section 6. Provisions Not Exclusive. As authorized by the Virginia Nonstock Corporation Act, the provisions of this Article are in addition to and not in limitation of the specific powers of a Corporation to indemnify Directors, Officers, employees and agents set forth therein. If any provision of this Article will be adjudicated invalid or unenforceable by a court of competent jurisdiction, such adjudication will not be deemed to invalidate or otherwise affect any other provision hereof or any power of indemnity which the Corporation may have under the Virginia Nonstock Corporation Act or other laws of the Commonwealth of Virginia.

Section 7. Limitation on Liability of Directors and Officers. In any proceeding brought by or in

the right of the Corporation, the liability of and damages assessed against a Director or Officer of the Corporation arising out of or resulting from a single transaction occurrence or course of conduct will be limited and will not exceed the lesser of (i) the annual amount of cash compensation paid to such Director or Officer, if any, or (ii) the sum of One Hundred Dollars (\$100.00). However, the liability of a Director or Officer of the Corporation will not be limited as provided herein if the Director or Officer engaged in gross negligence, willful misconduct or a knowing violation of the criminal law.

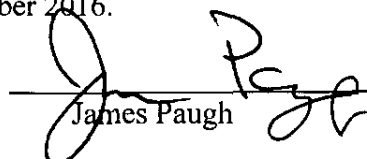
Section 8. References to Directors and Officers. Every reference in this Article to a Director or Officer of the Corporation will include every Director or Officer or former Director or Officer of the Corporation, any predecessor corporation or any corporation which will have been merged into or consolidated with the Corporation and every person who may have served at the request of the Corporation as a Director or Officer or in a similar capacity of another Corporation, partnership, joint venture, trust or other enterprise and, in all such cases, the heirs, executors, and administration of such Director or Officer.

ARTICLE XI

AMENDMENTS

These articles may be amended by a vote of two-thirds (2/3) of the Directors in office. No amendment will be permitted if such amendment will violate the Corporation's classification as an organization exempt from taxation under Section 502(c)(3) of the Internal Revenue Code, or any corresponding section of any future tax code.

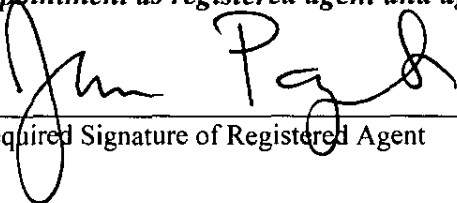
GIVEN under our signature(s) this 2nd day of November 2016.


James Paugh

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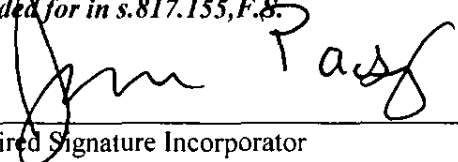
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Required Signature of Registered Agent

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,F.S.



Required Signature Incorporator

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