

COVER LETTER

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

SUBJECT: O BRASIL PARA CRISTO USA, 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: TAX DIRECT INCORPORATED

Name (Printed or typed)

5787 VINELAND RD STE 205

Address

ORLANDO, FL 32819

City, State & Zip

407-709-5202

Daytime Telephone number

jjj@taxdirectflorida.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
O BRASIL PARA CRISTO USA, INC.

FILED
SECRETARY OF STATE
DIVISION OF REVENUE
2018 DEC -6 PM 2:15

The undersigned, being a natural person of the age of eighteen (18) years and more acting as the incorporator of a Corporation, pursuant to Chapter 617 Florida Statutes, Florida Not For Profit Corporation Act (hereinafter referred to as "The Act", hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is "O Brasil para Cristo USA, Inc."

ARTICLE II - ACTIVITY

The corporation is a non-profit corporation. Upon dissolution, all of the corporation's assets shall be distributed to the State of Florida or an organization exempt from taxes under the Internal Revenue Code Section 501(c)(3) for one or more purposes that are exempt under Florida franchise tax.

ARTICLE III - EXISTENCE

The period of the corporation's existence is perpetual.

ARTICLE IV - PRINCIPAL OFFICE

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

403 S. Kirkman Road
Orlando, FL, 32811

The Board of Directors may move the principal office to any other address in Florida from time to time, and so notify the secretary of State.

ARTICLE V - PURPOSES

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

It is the purpose of this Corporation to minister to all persons regardless of race creed or color wherever possible and specifically in all areas of Gospel outreach; to provide assistance in as many areas as possible, with social and welfare needs of the local community of internationally, e.g., refugees, catastrophes, hunger and development help.

The specific purposes of "*O Brasil para Cristo USA, Inc.*" are:

1. To share and proclaim the Gospel of Jesus Christ through implementation of various methods including, but not limited to, the preaching of the Gospel, charity and social assistance, distribution of literature, and any other means of propagating our message through respectful channels.
2. To establish churches and community centers through allocated resources to expand and enhance the ministerial vision.
3. To act with charitable concern not only for Christians, but also for all the people in need, regardless of race, social position, or religious affiliations worldwide.
4. To promote domestic and international exchange programs between ministries leadership, community groups, and people to seek to encourage a better understanding among different races and people.
5. To challenge our board, supporters, members, and adherents to lead a life of purity that is above reproach among men, as prescribed in the Word of God.
6. To provide educational training centers for children and teens in a Christian atmosphere from kindergarten through high school. In addition to provide a Bible school for training, equipping and preparing Christian people for the work of ministry within a church setting to include, but not limited to, Bible courses, religious education in the church, music ministry, counseling, etc.
7. To provide biblical discipleship to believers on the domestic and foreign mission field(s).
8. To baptize, pray for the sick, marry, dedicate children, practice communion, conduct funerals, and ordain ministers who embody integrity and uphold strong biblical values.

- (a) To proclaim the Eternal Gospel of Our Lord Jesus Christ to all creatures which embodies the power and wisdom of God towards the salvation of all those who believe in Him.
- (b) To proclaim God's Kingdom, His Love and His Justice.
- (c) To instigate their members to lead a life of purification and sanctity, according to the Gospel.
- (d) To engage in charity and social assistance activities, and finally to spread the Christian faith and teach the Word of God.

ARTICLE VI

Except for as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its powers. The Corporation may pay reasonable compensation to members, directors or officers for services rendered to or for the Corporation in furtherance of one or more of its purposes set forth above.

ARTICLE VII

The Corporation shall not pay dividends or other corporate rate income to its members, directors or officers or otherwise accrue distribute profits or permit the realization of private gain. The Corporation shall have no powers to take any action prohibited by that Act.

The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501 (c) (3), and related regulations, rulings and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170 (c) (2) and related regulations, rulings and procedures. Regardless of any other provision in these Articles of Incorporation or State Law, the Corporation shall have no power:

1. To engage in activities or use its assets in manner that are not furtherance of one or more exempt purposes as set forth and defined by the Internal Revenue Code and related regulations, rulings and procedures, except to an insubstantial degree.

2. To serve a private interest other than the one that is clearly incidental to an overriding public interest.
3. To devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures.
4. To participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.
5. To have objectives that characterizes it as an action or organization as defined by the Internal Revenue Code and related regulations, rulings and procedures.
6. To distribute its assets on dissolution other than for one or more exempt purposes; on dissolution, the Corporation's assets shall be distributed to the state government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501 (c) (3) to be used to accomplish the general purposes for which the Corporation was organized.
7. To permit any part of the net earnings of the Corporation to insure the benefit of any member of the Corporation or any private individual.
8. To carry out an unrelated trade or business except as a secondary purpose related to the Corporation's primary exempt purposes.

ARTICLE VIII

The affairs of "*O Brasil para Cristo USA, Inc.*", both spiritual and secular, shall be conducted by the Board of Directors, which shall initially consist of four (4). The number of Directors may be varied from time to time as provided in the Bylaws; however, in no case may the number be less than three (3) as provided in the Florida Statutes. Directors shall be appointed according to the provisions set forth in the Bylaws.

The Directors themselves must possess the qualification of leaders as set forth in the relevant teaching of the New Testament and they shall have the duties as set forth therein. Once in office the directors shall serve as long as they remain members of the ministry unless sooner removed as set forth herein.

The Directors shall appoint other people as needed to properly minister to the membership and carryout the purposes for which the ministry is organized. The person so appointed shall have the duties to set forth in the New Testament and subject to the provision of Section 741.07, Florida Statutes, and to any rules or bylaws which may be adopted by the Directors of the Ministry. They shall be authorized to conduct weddings and funerals. Once appointed they shall serve as long as they remain members of the ministry, unless removed sooner as set forth herein.

The Board of Directors will try to act unanimity. However, all actions of the Board shall be with the concurrence of at least 2/3 of the Directors, unless otherwise stated.

The Board of Directors shall be responsible for the maintenance of scriptural discipline within the membership as well as for the maintenance of membership standards. If the Board of Directors, after due examination of all the facts and circumstances, decide that a member no longer fulfills the requirements for the membership, the member shall be notified and his membership terminated. If any decisions cannot be successfully resolved at a meeting of the Board of Directors, the matter will be considered and a final decision will be taken by the President of the Ministry.

ARTICLE IX – REGISTERED AGENT

The street of the initial registered office of the Corporation is 5787 Vineland Rd ste 205, Orlando, FL, 32819 and the name of the initial registered agent of the Corporation is TAX DIRECT INCORPORATED.

ARTICLE X – BOARD OF DIRECTORS

The number of directors shall be fixed in the manner provided in the Bylaws of the Corporation. The initial Board of Directors will consist of 4 (four) Directors and the names and addresses of the people who are to serve as directors until the first meeting of members or until their successors are elected and qualified are:

1. Rolando Tuxen
403 S Kirkman Rd – Orlando, FL 32811
2. Rubens Samara
6312 Buford St #604 – Orlando, FL 32835
3. Roseli Samara
6312 Buford St #604 – Orlando, FL 32835
4. Manancial Evangelical Church, Inc.
403 S Kirkman Rd – Orlando, FL 32811

ARTICLE XI

A director is not liable to the Corporation or members for monetary damages for an actor omission in the direct capacity as director except to the exempt otherwise provided by a statute of the State of Florida.

ARTICLE XII

The Corporation may reimburse a person who was, or is threatened to be named as a defendant of the respondent in litigation or other proceedings because the person is or was a director or other person related to the Corporation as provided by the provisions in the Act governing reimbursement. As provided in the Bylaws, the Board of Directors shall have the power to define the requirements and limitations for the Corporation to reimburse directors, officers, members or other related to the Corporation.

ARTICLE XIII

All references in these Articles of Incorporation to Statutes, Regulations or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

ARTICLE XIV - INCORPORATOR

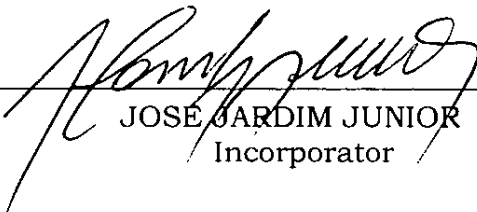
The name and address of the incorporator is:

JOSE JARDIM JUNIOR
5787 VINELAND RD St. 205
ORLANDO, FL 32819

ARTICLE XV

The undersigned, being the Incorporator named for the purpose of forming a Corporation for non profit to do business both within and out of the State of Florida, hereby make, subscribe and acknowledge having filed these Articles hereby declaring and certifying that the facts herein stated are true, and to respectively agree to abide by the Articles as herein stated.

Subscribed and executed on this 1st day of December of 2016, in Orlando, Florida.




JOSE JARDIM JUNIOR
Incorporator

ACKNOWLEDGEMENT AND ACCEPTANCE BY REGISTERED AGENT

TAX DIRECT INCORPORATED, a Florida corporation, hereby accepts its appointment as Registered Agent of "O BRASIL PARA CRISTO USA, INC.", to accept and acknowledge service of, and upon whom may be served, all necessary process or processes in any action, suit or proceeding that may be had or brought against this corporation in any of the courts of Florida, and affirms that its office at the address set forth in the foregoing Articles shall serve as the Registered office of the corporation

December 1st 2016



Tax Direct Incorporated
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2016 DEC -6 PM 2:15