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PHILIP S. HANEY LL.M. (taxation) phil@eocounsel.com

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May 30, 2017

via US Priority Mail

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Amended and Restated Articles of Incorporation of

King of Kings Ministries Tampa, Inc. Document Number: N1700004062

#### Ladies and Gentlemen:

Enclosed is the original and one copy of the Amended and Restated Articles of Incorporation for King of Kings Ministries Tampa, Inc., a Florida not for profit corporation, organized and operated as a church. Also enclosed is a check payable to the Department of State in the amount of \$35 to cover filing fees. Please return a file-stamped copy of the amended and restated articles of incorporation to the undersigned in the self-addressed, prepaid envelope.

For any questions you may have about this matter, you are encouraged to contact the undersigned at your convenience.

Thank you for the benefit of the professional courtesies of the Division of Corporations.

Very truly yours,

Philip S. Maney of

Philip S. Haney Associates

**Enclosures** 

# AMENDED AND RESTATED 17 JULY -5 PH 4: 21 ARTICLES OF INCORPORATION OF KING OF KINGS MINISTRIES TAMPA; INC.

(a not for profit corporation)

Pursuant to Sections 617.1001 and 617.1007 of the Florida Not For Profit Corporation Act, the undersigned corporation formed under articles of incorporation filed April 11, 2017, and subsequently amended on April 27, 2017 are hereby amended and restated in their entirety. All amendments included herein have been adopted by the corporation's board of directors pursuant to Section 617.1002, and there is no discrepancy between the corporation's articles of incorporation as heretofore amended and the provisions of these amended and restated articles. The corporation hereby amends its articles of incorporation and further restates the same as follows:

### ARTICLE I CORPORATE NAME

The name of the corporation is King of Kings Ministries Tampa, Inc.

### ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business office of the corporation is to be located at 13115 South Village Drive, Tampa, Florida 33618.

The mailing address of the corporation is 14721 Redcliff Drive, Tampa, Florida 33625.

### ARTICLE III DURATION

The corporation is organized pursuant to the provisions of the Florida Not for Profit Corporations Act. The period of the corporation is perpetual, unless dissolved according to law.

#### ARTICLE IV PURPOSES; POWERS; RESTRICTIONS

The corporation is organized and operated exclusively for religious, charitable and educational purposes and activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), or the corresponding provision of any future United States internal revenue law.

Such purposes shall include the following:

- a. Organizing and operating a church and related ministries.
- b. Promoting the Kingdom of Jesus Christ by preaching the gospel, proclaiming the beliefs of the evangelical Christian faith, and holding meetings for such purposes for the whole family.

- c. Ministering the Word of God to the faithful, maintaining the worship of God, and inspiring in all persons the love for Christ.
- d. Baptizing in water, anointing the sick with oil, marrying, dedicating infants, celebrating the Lord's Supper, and burying the dead.
- e. Equipping and empowering individuals and families to discover and activate the power of the Holy Spirit through faith in their lives.
- f. Promoting and encouraging, through the ministry of the organization, cooperation with other organizations, and ministering within the community.
- g. Acquiring and holding such property, either real or personal, for ministry purposes, as may be necessary for the worship of God and related needs.
- h. Making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.
- i. Performing all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation.

As a means of accomplishing the above purposes and methods, the corporation shall have the following powers:

- a. Receiving and accepting gifts of money and property and to hold the same for any of the purposes of the corporation and its work.
- b. Raising and assisting in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.
- c. Acquiring, owning, leasing, mortgaging and disposing of property, both real and personal.
- d. Conducting and carrying on religious services and instruction through the public media, including electronic broadcasting, radio, telecasting, microwave distribution, closed circuit transmission, cable television, computer or internet transmission and other available media and means for such religious communications.
- e. Accepting property and donations in trust for religious or charitable purposes.

In the conduct of the affairs of the corporation:

- a. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to it and to make payments and distributions in furtherance of the purposes set forth in this article.
- b. No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

- c. The corporation shall not:
  - i. Operate for the purpose of carrying on a trade or business for profit;
  - ii. Accumulate income, invest income, or divert income, in a manner endangering its exempt status; or
  - iii. Except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purposes of the corporation.
- d. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.
- e. The corporation's operations are to be conducted principally in the United States of America; the corporation also may conduct operations in foreign countries, subject, however, to the laws of the state of Florida.

#### ARTICLE V MEMBERS

The corporation shall not have members and is governed exclusively by or under the authority of its board of directors.

## ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS

The powers and business affairs of the corporation shall be exercised and managed by or under the authority of the corporation's board of directors. The number of directors may be increased or decreased from time to time as provided for in the corporation's bylaws, but at no time shall there be fewer than three (3) directors of the corporation.

#### ARTICLE VII AMENDMENTS

Amendments to these articles of incorporation may be adopted in the manner set forth in the bylaws of the corporation.

#### ARTICLE VIII NONDISCRIMINATION

No person on the grounds of race, color, gender, age, disability or national origin shall be excluded from any activity established by the corporation or by the corporation in connection with its various programs, nor shall any person be excluded from participation in, or be denied the benefits of, or otherwise subjected to discrimination under, any program or activity of the corporation.

### ARTICLE IX DISSOLUTION

Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the corporation, shall be distributed to Ministerio Internacional El Rey Jesus, Inc., a Florida not for profit corporation, and if Ministerio Internacional El Rey Jesus, Inc. is not in existence, is not recognized by the Internal Revenue Service as tax exempt, or is otherwise unable to accept such distribution, the corporation shall dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organization or organizations that are organized and operated exclusively for charitable, educational or religious purposes, and which organization/organizations shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine. Any such assets not disposed of shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purpose.

**CERTIFIED**, that there were no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Signed this 26th day of May 2017.

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King of Kings Ministries Tampa, Inc. a Florida not for profit corporation

Francisco Hernandez

4