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## AMENDED AND RESTATED ARTICLES OF INCORPORATION OF GOD TV LATINO, INC.

(a Florida not for profit corporation)

Pursuant to Sections 617.1001 and 617.1007 of the Florida Not For Profit Corporation Act, the undersigned corporat. In formed under articles of incorporation filed August 28, 2017, and subsequently amended on September I, 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 GOD TV LATINO, INC.

#### ARTICLE 11 PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business Office of the corporation is to be located at 6880 Lake Ellenor Drive, Orlando, FL 32809.

The mailing address of the corporation is 6880 Lake Ellenor Drive, Orlando, FL 32809.

### ARTICLE 111 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. Establishing, constructing, developing, and maintaining one or more faith-based television stations, networks and related equipment; and owning, leasing, managing and operating such telecommunication services and facilities.
- b. Producing and broadcasting to the general public religious, charitable, and educational programs such as teachings, preachings, church services, Christian films, music, movies,

documentaries, youth and children programs, live broadcasts, interactive talk shows and original content through the means of satellite, multi-system cable services, on-air broadcast, mobile applications and the internet in order to spread the Gospel of Jesus Christ to the world, and from and through which means not less than ninety percent (90%) of such programming shall be religious in nature and the financial support for such purposes and activities is predominately contributions from the public (exclusive Of receipts for broadcasting from other nonprofit organizations).

- c. Obtaining and holding appropriate authorizations from the Federal Communications Commission and/or other agencies for the operation Of such telecommunications stations, networks, facilities and services.
- d. Making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) Of the Code.
- e. Undertaking any and all other activities which may seem to the corporation to be calculated directly or indirectly to effect the accomplishment of above purposes, and to facilitate them in the promotion of said purposes, provided that such activities are permitted by organizations exempt under Section 501 (c)(3) of the Code.

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

- 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.
- Acquirmg, 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, in the U.S. and in foreign locations.
- 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 carnings 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 hereof.
- 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;
  - 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 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 headquartered in the U.S.

#### 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 four (4) directors of the corporation,

#### ARTICLE VII INITIAL DIRECTORS

The manner in which the directors of the corporation shall be elected or appointed shall be governed by the provisions of the bylaws of the corporation. The names and street addresses of the initial directors of the corporation are:

Ward Simpson 6880 Lake Ellenor Drive

Orlando, FL 32809

Rafael Simpson 6880 Lake Ellenor Drive

Orlando, FL 32809

Eva Brito 14100 SW 144th Avenue

Miami, FL 33186

Rachelle Seibane

#### 14100 SW 144th Avenue Miami, FL 33186

### ARTICLE VIII LIMITATION ON LIABILITY OF DIRECTORS

A director is not liable to the corporation for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by the laws of the state of Florida.

### ARTICLE IX 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 or services, 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 X DISSOLUTION

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation equally between Ministerio Internacional El Rey Jesus, Inc., a Florida not for profit corporation, and Angel Christian Television Trust, 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 all of its assets to Angel Christian Television Trust, Inc., of if Angel Christian Television Trust, 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 all of its assets to Ministerio Internacional El Rey' Jesus, Inc. In the event both organizations are not in existence, are not recognized by the Internal Revenue Service as tax exempt, or are otherwise unable to accept such distribution, the corporation shall dispose of all of its assets exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable and educational purposes as shall at the time qualify as an exempt organization/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.

### ARTICLE XI AMENDMENTS

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

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 23 day of August, 2018.

GOD TV LATINO, INC.
a Florida not for profit corporation

Director