

1/30/2018

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**ministerio internacional shekinah, inc.**

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T. SCOTT

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ARTICLES OF INCORPORATION  
OF  
MINISTERIO INTERNACIONAL SHEKINAH, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above-named corporation pursuant to Chapter 617 of Florida Statutes and adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be: Ministerio Internacional Shekinah, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be: 11 Eglin Parkway SE, Suite 2, Fort Walton Beach, Florida 32548

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 organization 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 function as a Christian church and to perform all activities inherent to a Christian religious organization, such as making and receiving charitable contributions, teaching and preaching the Word of God, the bible, selling and distributing Christian publications, books and other forms of digital or written communications to promote the Christian faith, and to help people in theirs spiritual, emotional, and physical needs, among others.
3. To acquire and receive by purchase, donation or otherwise, any real, personal, or mixed property, and to hold, use and dispose of the same in furtherance of any or all of the objects and purposes of the corporation..
4. 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.

5. To solicit funds and donations in kind to further the purposes of this corporation.
6. To apply for, obtain and contract with any federal, state or local government or agency for the direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.
7. 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.
8. Notwithstanding any other provision of these articles of incorporation:
  - a. Not part of the earnings of the corporation shall inure to the benefit of, or be distributable to, any director or officer of the corporation or 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 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.
  - b. The corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Sections 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code and its regulations as they exist now or as they may hereafter be amended.
  - c. Upon dissolution of the corporation or the winding up of its affairs, the board of directors shall, after paying or making provision for the payment of all the liabilities of the corporation, disposes 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 exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code ( or the corresponding provision of any future United States Internal Revenue Law and its Regulations) as the board of directors shall determine.
9. To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy.

#### ARTICLE IV

The corporation shall have no voting members

## ARTICLE V

The manner in which the directors are elected or appointed shall be stated in the by-laws of the corporation.

## ARTICLE VI

The affairs of the corporation shall be managed by a President, Vice President, Treasurer, Secretary and such other officers and or position or office as may be designated by, appointed by and or created by the board of directors. The names of the officers, and the offices they shall hold are the following:

Name	Title
Rolando Zelaya	President
Lidice Torres Vasquez	Vice President
Annie Cristel Zelaya Torres	Secretary
Nehemias Zelaya Torres	Treasurer

## ARTICLE VII

The manner of the board of directors shall never be less than three (3) in number. Initially the board of directors shall consist of five (5) persons whose names and address are as follows:

Name	Address
Rolando Zelaya	28 Carson Dr. SE #203 Fort Walton Beach, FL 32548
Lidice Torres Vasquez	28 Carson Dr. SE #203 Fort Walton Beach, FL 32548
Annie Cristel Zelaya Torres	28 Carson Dr. SE #203 Fort Walton Beach, FL 32548
Nehemias Zelaya Torres	318 Davenport Ct. Fort Walton Beach, FL 32547
Lidice Stevenson	17118 Robin Way Selma, TX 78154

## ARTICLE VIII

Each director and each officer or former director or officer of the corporation may be indemnified and may be advanced reasonable expenses by the corporation against liabilities imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or her being, or have been, such director or officer and against such sum as independent counsel selected by the directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding. Such payment shall be made primarily with a view of avoiding expenses of litigation. However, no director or officer shall be indemnified:

- a. With respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of his or her duty as director or officer of the corporation,
- b. With respect to any matters which shall be settled by the payment of the sum which independent counsel selected by the directors shall not deem reasonable payments made primarily with a view of avoiding expenses of litigation, or
- c. With respect to matters for which such indemnification would be against public policy.

Such rights of indemnification shall be in addition to any other rights to which any directors and officers may be entitled under any bylaw, agreements, corporate resolution, vote for directors or otherwise.

The corporation shall have the power to purchase or maintain at its cost and expense insurance on behalf of such officers or directors to the fullest extent permitted by this Article and applicable law.

## ARTICLE IX

No director shall be liable to the corporation for monetary damages for an act or omission in his or her capacity as director of the corporation, except and only for the following:

- a. A breach of the director's duty of loyalty to the corporation.
- b. An act or omission not in good faith by the director or an act of omission that involves intentional or negligent misconduct, act of immorality or sexual misconduct in violation of the corporation's Christian tenets and belief and violation of the law.
- c. A transaction from which the director gained any improper benefits whether such benefit resulted from action taken within the scope of the director's office or duties or
- d. An act or omission by the director for which liability is expressly provided by statutes.

## ARTICLE X

The name and street address of the initial Registered Agent of this corporation shall be:

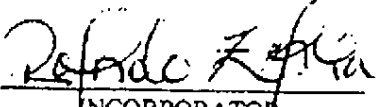
Rolando Zelaya  
28 Carson Dr. SE #203  
Fort Walton Beach, Florida 32548

ARTICLE XI

The name and address of the incorporator executing these Articles of Incorporation shall be:

Rolando Zelaya  
28 Carson Dr. SE #203  
Fort Walton Beach, Florida 32548

The undersigned has executed these Articles of Incorporation this 27th day of January of 2018.

  
\_\_\_\_\_  
INCORPORATOR

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 MINISTERIO INTERNACIONAL SHEKINAH, INC. desiring to organize under the laws of the state of Florida with its principal office, as indicated in the articles of Incorporation has named Rolando Zelaya, located at 28 Carson Dr. SE, #203, Fort Walton Beach, 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