

Division of Corporations

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Florida Department of State  
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## To:

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Email Address: asehyman@warddamon.com**FLORIDA PROFIT/NON PROFIT CORPORATION****Jericho Worship Music Inc.**

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CORPORATIONS  
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**ARTICLES OF INCORPORATION  
OF  
JERICHO WORSHIP MUSIC INC.**

The undersigned subscriber, desiring to form a corporation not-for-profit under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation shall be **JERICHO WORSHIP MUSIC INC.** For convenience, **JERICHO WORSHIP MUSIC INC.** is hereinafter referred to as the "Corporation."

**ARTICLE II  
DURATION AND COMMENCEMENT**

The duration of the Corporation shall be perpetual and the commencement of the corporate existence shall be as of the time of filing of the Articles of Incorporation.

**ARTICLE III  
PURPOSES, NATURE AND POWERS**

The purpose for which the Corporation is organized and the general nature of the activities shall be as follows:

- A. The Corporation is a non-stock, not for profit corporation organized solely for the public interest of its members, pursuant to Florida Statutes, Chapter 617.
- B. The Corporation shall not engage in any activity for pecuniary profit.
- C. The Corporation is organized exclusively for charitable, educational and scientific 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 of 1954 (or the corresponding provision of any future federal tax code).
- D. The Corporation is organized to engage in activities as a private corporation under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax code); including without limitation, to create a network of musicians to provide access to music to places of worship and to benefits, charities and various other nonprofit organizations in their efforts to raise funds for good causes, and to raise funds for the benefit of organization

Prepared by: Adam R. Seligman  
4420 Beacon Circle, Suite  
West Palm Beach, FL 33407  
Florida Bar No: 22923

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issues that qualify under Section 501(c)(3) of the Internal Revenue Code, as well as other eligible charitable institutions that qualify under Section 501(c)(3) of the Internal Revenue Code.

E. 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 and to make payments and distributions in furtherance of the exempt purposes set forth herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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 Internal Revenue Code of 1954 (or the corresponding provision of any future federal tax code); or
- (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future federal tax code).

F. The Corporation will endeavor to distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

G. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

H. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

I. The Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

J. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IV**  
**MEMBERSHIP AND ADMISSION**

Membership and manner of admission of members of the Corporation shall be as set forth in the By-Laws of the Corporation.

**ARTICLE V**  
**DISTRIBUTION OF ASSETS ON DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose 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 an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or other corresponding provision of any future United States Internal Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court in and for Palm Beach County, Florida, or such other Circuit Court in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VI**  
**DIRECTORS**

A. Number of Directors: The property, business and affairs of the Corporation shall be managed by a Board of Directors, which shall consist of as many persons as the Board of Directors shall from time to time determine but not less than three (3) or more than seven (7) persons.

B. Election of Directors: Election of Directors of the Corporation shall be as set forth in the By-Laws of the Corporation.

C. Original Board of Directors: The names and addresses of the first Board of Directors of the Corporation are as follows:

Rhyan O'Shea  
175 Royal Palm Drive  
Fort Lauderdale, FL 33301

Rick O'Shea  
175 Royal Palm Drive  
Fort Lauderdale, FL 33301

Zachary O'Shea  
175 Royal Palm Drive  
Fort Lauderdale, FL 33301

**ARTICLE VII**  
**OFFICERS**

A. Subject to overall supervision of the Board of Directors of the Corporation and to any special provisions of the By-Laws of the Corporation, the affairs of the Corporation are to be managed by the following officers (who will be elected at the annual meeting of said Board of Directors to be held at such time as may be determined by the By-Laws):

1. President; Secretary; and Treasurer. The office of President, Secretary and Treasurer may be held by one (1) person.
2. The names of the persons to serve as officers until the first election of officers are as follows:

<u>Name</u>	<u>Office</u>
Rhyan O'Shea	President
Rick O'Shea	Treasurer
Rhyan O'Shea	Secretary

**ARTICLE VIII**  
**BY-LAWS**

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed by the Membership in the manner set forth in the By-Laws.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the Incorporator of the Corporation is:

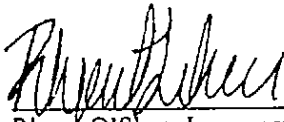
<u>Name</u>	<u>Address</u>
Rhyan O'Shea	175 Royal Palm Drive Fort Lauderdale, FL 33301

**ARTICLE X**  
**INITIAL REGISTERED OFFICE, AGENT AND ADDRESS**

The initial registered office of this Corporation shall be at 4420 Beacon Circle, West Palm Beach, Florida 33407 with the privilege of having its office and branch offices at other places within or outside the State of Florida. The initial registered agent at that address shall be Adam R. Seligman, Esq. The initial principal office of the Corporation shall be at 175 Royal Palm Drive, Fort Lauderdale, FL 33301.

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.

Dated the 26 day of February, 2021

  
\_\_\_\_\_  
Rhyann O'Shea, Incorporator

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**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**ACKNOWLEDGMENT:**

Having been named to accept service of process for **JERICO WORSHIP MUSIC INC.,**  
at the initial registered office of the Corporation in this State designated in its Articles of  
Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of  
§617.0503 Florida Statutes.

Date: February 26, 2021

By: Adam Seligman  
Adam R. Seligman  
Registered Agent

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