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FLORIDA DEPARTMENT OF STATE Division of Corporations

October 18, 2024

E. SCOTT GOLDEN 3107 STIRLING ROAD SUITE 201 FORT LAUDERDALE, FL 33312 US

SUBJECT: ACCN FELLOWSHIP SUPPORT CORP.

Ref. Number: W24000142868

We have received your document for ACCN FELLOWSHIP SUPPORT CORP. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Monique K Anderson Regulatory Specialist II

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Letter Number: 324A00023087

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ARTICLES OF INCORPORATION OF ACCN FELLOWSHIP SUPPORT CORP.

The undersigned subscriber hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be ACCN Fellowship Support Corp. For convenience. ACCN Fellowship Support Corp. 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

- A. The purposes for which the Corporation is organized, and the general nature of the Corporation's activities, shall be as follows:
- 1. In the spirit of godly stewardship, the purpose of the Corporation is to honor our Lord Jesus Christ, as we strive to carry out the Great Commission. It is further the intent of the Corporation to edify and provide support to the churches within the Apostolic Christian Church (Nazarean) denomination under the oversight of the Elder Council.
- 2. To lend, donate, and contribute funds to churches with the spostolic Christian Church (Nazarean) denomination, with or without a mortgage, pledge of other form of encumbrance on any real or personal property, upon any terms determined by the Corporation and subject to any restrictions and limitations imposed by the Corporation.
- 3. To obtain, acquire, receive, renovate, and maintain real, or personal property, or both, subject to any restrictions and limitations hereinafter set forth and the use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.
- B. The Corporation is a non-stock, not for profit corporation organized pursuant to Florida Statutes, Chapter 617, solely for the public interest.
 - C. The Corporation shall not engage in any activity for pecuniary profit.
- D. The Corporation is organized exclusively for charitable and 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 of 1954 (or the corresponding provision of any future federal tax code).

- E. 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).
- F. 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).
- G. 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 provision of any future federal tax code).
- H. 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 provision of any future federal tax code).
- I. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code (or the corresponding provision of any future federal tax code).
- J. 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 provision future federal tax code).
- K. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code (or the corresponding provision of any future federal tax code).

ARTICLE IV <u>MEMBERSHIP</u>

The Corporation shall not have members.

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, to any local governments 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 the corresponding provision of any future federal tax code), as the Board of Directors shall determine. Any remaining assets thereafter shall be disposed of by the 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, that are organized and operated exclusively for such purposes.

ARTICLE VI DIRECTORS

- A. <u>Number of Directors</u>. 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. <u>Election of Directors</u>. Election of Directors of the Corporation shall be as set forth in the Bylaws of the Corporation.
- C. <u>Initial Board of Directors</u>. The names and addresses of the initial Board of Directors of the Corporation are as follows:

Mark Meister 160 Glen Road Woodcliff Lake, NJ 07677

Connor Boronka 26 Cora Drive Kitchener, ON N2N 3C6 Canada

Michael Greeninger 15201 Normandie Ave. Irvine, CA 92604 Andrew Mueller 608 Dirlam Lane Mansfield, Ohio 44904

Christian Ritzmann 6657 Concession 2 Cambridge, Ontario N3C 2V4 Canada

ARTICLE VII OFFICERS

Subject to overall supervision of the Board of Directors of the Corporation and to any special provisions of the Bylaws of the Corporation, the affairs of the Corporation are to be managed by a President, a Secretary, a Treasurer, and such other officers as may be elected by the Board of Directors. The officers will be elected at the annual meeting of the Board of Directors to be held at such time as may be determined by the Bylaws, and each elected officer will hold office until the successor of each such officer is elected or until such officer is removed pursuant to the Bylaws. In the event of a vacancy, an officer may be elected at any time by the Board of Directors.

- A. Any one or more offices of the Corporation may be held by one (1) person.
- B. The officers of the Corporation shall be selected by the Board of Directors at the first meeting of the Board after these Articles are filed with the Florida Secretary of State.

ARTICLE VIII BYLAWS

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

ARTICLE IX INCORPORATOR

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

E. Scott Golden, Esq. 3107 Stirling Road #201 Fort Lauderdale, Florida 33312

ARTICLE X PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and the initial mailing address of the Corporation shall be 11 Vincentian Drive #1073, Niagara University, New York 14109. The principal office and mailing address may be changed by the Board of Directors.

ARTICLE XI INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be at 3107 Stirling Road, Suite 201, Fort Lauderdale, Florida 33312. The initial registered agent at that address shall be E. Scott Golden.

IN WITNESS WHEREOF, the Incorporator of the Corporation has hereunto set his hand this 30 day of October. 2024.

E. Scott Golden, Incorporator

2024 OCT 18 PM 4:4:

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 ACCN Fellowship Support Corp. at the initial registered office of the Corporation in this State designated in its Articles of Incorporation. I state that I am familiar with the obligations of the position of registered agent, hereby accept appointment to act as registered agent, and agree to comply with the duties of a registered agent pursuant to § 617.0503. Florida Statutes.

DATED this <u>So</u> day of <u>October</u>. 2024.

Registered Agent

5139-1/Articles of Incorporation (10.30.24)

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