



# Prentice Hall Legal & Financial Services

ATTN Lee (904) 222-7495

1201 HAYS STREET, SUITE 105  
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

Sekou Kyusei Kyo, Chairman of Board  
Messrs. of Florida Inc.

**N95000000327**

<input type="checkbox"/> Amendment	<input type="checkbox"/> Name Reservation
<input type="checkbox"/> Annual Report	<input type="checkbox"/> Name Registration
<input type="checkbox"/> Change of Registered Agent	<input type="checkbox"/> Non-Profit/Articles of Incorporation
<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Other
<input type="checkbox"/> Domestication	<input checked="" type="checkbox"/> Profit/Articles of Incorporation
<input type="checkbox"/> Fictitious Business Name	<input type="checkbox"/> Reinstatement
<input type="checkbox"/> Foreign - Profit	<input type="checkbox"/> Resignation of R.A., Off/Dir
<input type="checkbox"/> Foreign - Non-Profit	<input type="checkbox"/> Trademark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> UCC/Filing 1
<input type="checkbox"/> Limited Liability	<input type="checkbox"/> UCC/Filing 3
<input type="checkbox"/> Mtr. Veh.	

<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> CUS
<input type="checkbox"/> Photocopy	<input type="checkbox"/> Good Standing
<input type="checkbox"/> Corporate Print-Out	<input type="checkbox"/> R.A., Off/Dir Search
<input type="checkbox"/> Fictitious/Owner Search	

☒ Walk in    ( ) Call if Problem    ( ) Will Wait    (X) Pick up 1/24/95  
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: Mig BY: ILC  
BRANCH RECEIVING: Tally BY: LMW  
REF/JOB # \_\_\_\_\_  
CLIENT MATTER # \_\_\_\_\_  
SAME DAY \_\_\_\_\_ 24 HR \_\_\_\_\_ ROUTINE \_\_\_\_\_  
VERBAL REQUESTED \_\_\_\_\_ YES OR NO  
DATE SENT 1/24/95 MAIL \_\_\_\_\_ FAX \_\_\_\_\_ FED EXP \_\_\_\_\_  
FILED \_\_\_\_\_  
SENT TO BRANCH \_\_\_\_\_ CLIENT X  
SPECIAL INSTRUCTIONS \_\_\_\_\_

CHECK #	_____
ST./CTY/ FEES	<u>122.52</u>
CORR. FEE/	_____
SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

## ARTICLES OF INCORPORATION

OF

### SEKAI KYUSEI KYO - CHURCH OF WORLD MESSIANITY OF FLORIDA, INC.

A Non-Profit Corporation

In order to incorporate SEKAI KYUSEI KYO - CHURCH OF WORLD MESSIANITY OF FLORIDA, INC., I, as Incorporator, hereby subscribe these Articles of Incorporation for the purpose of forming a non-profit corporation under the laws of the State of Florida, pursuant to Florida Statute Chapter 617 et seq., and hereby certify as follows:

#### Article I

##### NAME AND ADDRESS

The name of the corporation shall be SEKAI KYUSEI KYO - CHURCH OF WORLD MESSIANITY OF FLORIDA, INC. The address of the principal office and the mailing address of the corporation is:

80 S.W. 8th Street  
Suite 2065  
Miami, Florida 33130

#### Article II

##### TERM OF EXISTENCE

The corporation is to exist in perpetuity.

#### Article III

##### PURPOSE

The corporation is hereby organized as a religious organization and is to be operated exclusively for charitable, religious and educational purposes including, for such purposes, the promotion of the teachings and philosophy of Mokichi Okada and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of the United States.

#### Article IV

##### MEMBERSHIP

Any person who supports the religious beliefs of the Corporation, shall be eligible for the membership of SEKAI KYUSEI KYO - CHURCH OF WORLD MESSIANITY OF FLORIDA, INC. The conditions for and the manner of their admission as members shall be prescribed by the Bylaws.

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55 JUN 26 PM 12:11  
CLERK OF DISTRICT COURT  
1ST DISTRICT, FLORIDA

## Article V

### VOTING

Each member of the corporation shall have one vote in respect to matters requiring the vote of members. Each member of the Board of Directors shall have one vote in respect to matters requiring the decision of the Board of Directors.

## Article VI

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 80 S.W. 8th Street, Suite 2065, Miami, Florida 33130 and the name of the initial registered agent is Yasuhiro Okada.

## Article VII

### POWERS

The corporation shall have all the powers enumerated in Florida Statutes, Chapter 617 and 607, including without limitation, all powers that are or may hereafter be conferred upon corporations formed under Chapter 617 of the Florida Statutes, and to do any and all such other acts necessary, desirable or appropriate to carry out or accomplish any of the purposes of the Corporation.

## Article VIII

### ACTIVITIES

The activities developed to further spread the Messianic Doctrine of the Corporation include, without limitation, the following:

A. Johrei. This is a religious act consisting of channeling the light of God. Its effect is the spiritual purification of persons participating in the act and those persons close to them.

B. Services and Ceremonies. This includes all the services determined to be necessary by the Spiritual Leader of the Church. The basic services include the following:

1. Monthly thanksgiving services and veneration of God and Meishu-Sama.
2. Service for conferring Ohikari and Omamori. Ohikari consists of the use of a metal medallion with deep religious meaning which channels the light of God for the purification of the spirit. Omamori refers to the use of said medallion for the purification of the spirit of children and non-member friends.
3. Ancestor Worship.
4. Services of the Birthday of Meishu-Sama.
5. Service for the celebration of the New Year and the Founding of the Worldwide Messianic Church.

6. Service for raising the Image of God and of Meishu-Sama to the altar.
7. Marriage ceremony between members of the Worldwide Messianic Church. This is in addition to any civil ceremony required to formalize a marriage.

C. Social Welfare Activities. This includes all activities which encourage the active collaboration of science and religion, in order to purify the spirit and improve the health of society.

D. Religious Teachings. This consists of the dissemination and teaching of the Messianic Doctrine, which are the principles received by the Master Meishu-Sama through divine revelation directly from God, and includes the publishing and distribution of religious literature prepared by the Worldwide Messianic Church.

E. Calligraphy. This consists of the teaching of calligraphy as done by the Master Meishu-Sama. This orientation will be received from Mr. Yoichi Okada, the spiritual leader, and from Dr. Teruaki Kawai.

#### Article IX

#### BOARD OF DIRECTORS

A. Number and Qualification. The property, business and affairs of the Corporation shall be managed by a board consisting of the number of directors determined in the manner provided by the Bylaws, but which shall consist of not less than three (3) directors.

B. Election - Removal. Directors of the Corporation shall be elected at the annual meeting of the members in the manner determined by and subject to the qualifications set forth in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

C. First Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the Bylaws, are as follows:

The names and addresses of the Initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Noboru Kambe	Insurgentes Sur 659 Esq. Maricopa Col. Napoles C.P. 03810 Mexico D.F.
Toshiaki Kawai	Antonio Bellet No. 303 Comuna de Providencia Santiago 9 Santiago de Chile

Yasuhiro Okada

Maricopa 10 7º Piso  
Col. Napoles  
03180 México, D.F.

Article X

OFFICERS

The affairs of the corporation shall be administered by the officers holding the offices designated in the Bylaws. The officers shall be elected by the Board of Directors of the Corporation at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers. The term of the officers, which is to be prescribed by the Bylaws, shall be identical with that of the Board of Directors. However, the officers shall continue to serve until succeeding officers are elected and appointed by the Board of Directors, including the initial officers. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Title</u>	<u>Name</u>
President	Noboru Kamba
Vice President	Toshiaki Kawai
Secretary/ Treasurer	Yasuhiro Okada

Article XI

INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Yasuhiro Okada	Maricopa 10 7º Piso Col. Napoles 03180 México, D.F.

Article XII

BYLAWS

The Bylaws of the corporation shall be made, adopted, amended and modified by the Board of Directors. The Board of Directors must notify the members of the Corporation of the Bylaws and changes thereto at a meeting of the members consisting not less than half of total membership to be held not more than fourteen (14) days before the Bylaws or any changes thereto are to enter into effect. If majority of members present object to the Bylaws or changes made thereto, that bylaws or change shall become retroactively null and void.

Article XIII

AMENDMENT OF ARTICLES

The Articles of Incorporation may be amended at the meeting of the members consisting of no less than half of total members are participating. Amendment may be proposed by the Board of Directors or by ten (10) members of the corporation. Notice of the meeting and the content of the proposal should be given in a reasonable manner at least seven (7) days in advance. The majority vote of those present at the meeting is required to amend the articles of incorporation. Said amendment shall take effect when the amendment is filed with the Department of State of the State of Florida.

Article XIV

DEDICATION OF ASSETS

The property of the corporation is irrevocably and permanently dedicated to religious, educational and charitable activities and no part of net income or assets of the corporation shall ever inure to the benefit of, or be distributable to its members, trustees, officers or other private persons. However, the corporation is authorized to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in Article III thereof.

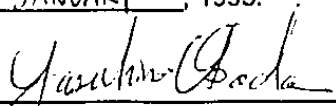
In the event of the dissolution of the corporation, the Board of Directors shall, with the consultation of members, after making a provision for payment of all the liabilities of the corporation, dispose all the assets of the corporation exclusively in a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code (or corresponding provision thereto), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of as determined by the chief judge of the Circuit Court of the State of Florida in the county in which the principal office of the corporation is then located for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes.

Article XV

LIMITATION OF THE OPERATION

In no event shall the corporation engage in any activity not permitted to be carried on by an exempt corporation under §501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax code). 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 or in opposition to any candidate for public office.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation on this 23 day of JANUARY, 1995.

  
\_\_\_\_\_  
Yasuhiro Okada, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SEKAI KYUSEI KYO - CHURCH OF WORLD MESSIANITY OF FLORIDA, INC. at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity. I am familiar with and agree to accept the obligations and duties imposed by Section 817.0503 Fla. Stat. (1993).

Dated this 23 day of JANUARY, 1995.

By: Yasuhiko Okada  
Yasuhiko Okada

FILED  
95 JAN 24 PM 12:11  
CLERK OF STATE  
TALLAHASSEE, FLORIDA