

SALVATORE D. DEFELICE  
Attorney and Counselor at Law  
2637 North Andrews Avenue  
Fort Lauderdale, Florida 33311  
Telephone: (305) 563-3388  
Fax Number: (305) 561-9700

January 12, 1995

Secretary of State  
State of Florida  
P.O. Box 6327  
Tallahassee, Florida 32304

RECEIVED  
01 JAN 1995  
\*\*\*12750 \*\*\*12750

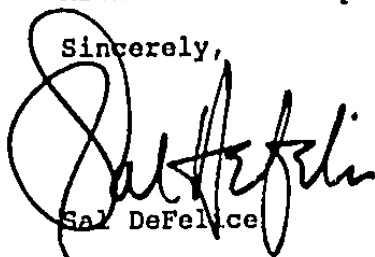
RE: NADIA'S MINISTRY FOR THE MIDDLE EAST, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned corporation along with my Trust Account check #777 in the amount of \$122.50 for the filing costs.

I would appreciate your returning the certified copy of the Articles of Incorporation to me as soon as possible. Thank you.

Sincerely,



Sal DeFelice

SDD/smb  
Enclosure

~~1015-1365~~

Dmc  
1/19/95

EFFECTIVE DATE

1-16-95

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 JAN 18 PM 4:03

FILED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

January 19, 1995

SALVATORE D. DEFELICE  
ATTORNEY AND COUNSELOR AT LAW  
2637 NORTH ANDREWS AVENUE  
FORT LAUDERDALE, FL 33311

SUBJECT: NADIA'S MINISTRY FOR THE MIDDLE EAST, INC.  
Ref. Number: W95000001365

We have received your document for NADIA'S MINISTRY FOR THE MIDDLE EAST, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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 (904) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 695A00002329

1-26-95

*Correction made.*

**ARTICLES OF INCORPORATION  
FOR  
NONPROFIT CORPORATION**

**FILED**

95 JAN 18 PM 4:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

**EFFECTIVE DATE**

**ARTICLE I**

1-16-95

The name of the corporation shall be: NADIA'S MINISTRY FOR THE MIDDLE EAST, INC.

The principal place of business of this corporation shall be: 1129 Royal Palm Beach Boulevard, Suite 103, Royal Palm Beach, Florida 33411

**ARTICLE II**

The period of the duration of this corporation is perpetual unless dissolved according to law. The existence of this corporation shall commence on January 16, 1995.

**ARTICLE III**

The purposes for which the corporation is organized are: charitable, religious and educational for people of foreign countries.

**ARTICLE IV**

The qualifications for directors and members and the manner of their admission are to be provided for in the bylaws.

**ARTICLE V**

The number constituting the initial Board of directors, of the corporation is three and the names and addresses of the persons who are to serve initially are:

NAME	ADDRESS
Nadia Abou-Haidar Lawand	1129 Royal Palm Beach Blvd., Suite 103 Royal Palm Beach, Florida 33411
David Bumgardner	4553 Jules Street, West Palm Beach, Florida 33415
Ray Moore	P.O. Box 367, Washington, North Carolina 27889

**ARTICLE VI**

This corporation is organized under a non-stock basis.

ARTICLE VII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal , State, or Local Government for exclusive public purpose.

ARTICLE VIII

The name and address of the incorporator is: NADIA ABOU-HAIDAR LAWAND  
1129 Royal Palm Beach Blvd, Suite 103  
Royal Palm Beach, Florida 33411

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this \_\_\_\_ day of January, 1995.

Signature of Incorporator

Nadia Abou-Haidar Lawand  
NADIA ABOU-HAIDAR LAWAND  
1129 Royal Palm Beach Blvd., Suite 103  
Royal Palm Beach, Florida 33411

STATE OF FLORIDA       )  
COUNTY OF BROWARD    )

THE FOREGOING instrument was acknowledged and sworn to before me this 19<sup>th</sup> day of January, 1995 by Nadia Abou-Haidar Lawand of Nadia's Ministry for the Middle East, Inc.

Shirley M. Beiter  
SHIRLEY M. BEITER, Notary Public, State of Florida

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXT. JULY 21, 1995  
BORNED THRU GENERAL L.S. 1995

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
95 JAN 18 PM 4:08

Pursuant to the provisions of section 607.06, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: NADIA'S MINISTRY FOR THE MIDDLE EAST, INC.
2. The name and street address of the registered agent and office is: Nadia Abou-Haidar Lawand  
1129 Royal Palm Beach Boulevard, Suite 103  
Royal Palm Beach, Florida 33411

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Nadia Abou-Haidar Lawand  
NADIA ABOUHIDAR LAWAND

Det. 21/95  
N95000000575

to whom it may concern

I like to advise you that my add.  
is changed - from B.O. Box 1129 Royal P.B.  
Apt. Suite 103

To 1120 Royal Palm Beach Blvd  
Suite 136 Royal Palm Beach

FL 33411

Tel. 407. 790. 2650

FAX 407. 790. 2489

Nadia Lammend

non profit

N95000000575

~~TELE~~

28  
1/25

N95000000575

Dale A. Allison, Jr. and Associates  
ATTORNEYS AT LAW

205 WEST PIKE STREET, SUITE 100 • LAWRENCEVILLE, GEORGIA 30245  
P.O. BOX 835 • LAWRENCEVILLE, GEORGIA 30246  
(770) 963-3697 • FAX (770) 963-2548

Dale A. Allison, Jr.  
John D. Simmons

Stephen T. Allison  
Christa Allison Brockway  
PARALEGALS

March 25, 1996

900001767809  
-04/03/96--01031--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Corporation Division  
P.O. Box 6327  
Tallahassee, FL 32314

Re : NADIA'S MINISTRY FOR THE MIDDLE EAST, INC.

Dear Sirs :

Enclosed please find an original and two copies of the Amendment to the Articles of Incorporation. Please return a file stamped copy to us. A check for \$35.00 is enclosed for your fee.

If there are any questions concerning this matter, please do not hesitate to contact me.

Very Truly Yours,

Dale A. Allison, Jr.

DAAJ/cab  
Enclosures

SH 1/2  
Amend.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR 29 PM 2:35

RECEIVED  
96 MAR 29 PM 12:27  
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
NADIA'S MINISTRY FOR THE MIDDLE EAST, INC.

RECORDED  
INDEXED  
FEB 23 1996  
FBI - MIAMI

Amendment to Articles of Incorporation of NADIA'S MINISTRY FOR THE MIDDLE EAST, INC. a Not-for-Profit Corporation organized under the laws of the State of Florida, executed by Nadia Abou-haidar Lawand, its President, and NADIA ABU-HAIDAR, its Secretary.

1. The corporation was chartered on January 18, 1995 and assigned charter number N95000000575.

2. On March 20, 1996, the corporation, on proposal of its Board of Directors, by resolution duly adopted the proposed amendment. There are no members entitled to vote on the amendment. The amendment was adopted by 2/3 majority of the Board members present at said meeting, which was sufficient for approval as provided by law. Nadia Abou-haidar Lawand, its President and NADIA ABU-HAIDAR, its Secretary hereby execute and acknowledge the following :

WHEREAS, THEREFORE, BE IT RESOLVED that ARTICLE III of the Articles of Incorporation be, and the same is hereby, deleted and a new ARTICLE III be added to said Articles of Incorporation to read:

**ARTICLE III. PURPOSES**

Said corporation is organized exclusively for charitable, religious, 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 or the corresponding section of any future federal tax code.

- (a) To establish and maintain an evangelistic association to spread the gospel of Jesus Christ both in the United States and abroad throughout the world as the Lord leads. (Jeremiah 50:2; Matthew 24:14; Romans 1:16; 1 Peter 1:24-25; Psalms 51:13; 1 Corinthians 9:16)
- (b) To establish and raise up churches and pastors to lead them; to provide spiritual oversight to those churches and pastors who desire the oversight and to provide spiritual accountability for the conduct of independent churches and ministers. (Acts 15:6, 15:22-29, 15:41, 16:5)
- (c) To send forth home and foreign missionaries to the spreading of the Gospel and in extending the Gospel of God throughout the world (Mark 16:15-16; Acts 13:47, 4:29-30).
- (d) To establish and maintain a counseling service for the use of the Church and public



and to provide access to such counseling service by virtue of telephonic communication (Proverbs 12:15,25, 15:22; Jeremiah 49:20; I Thessalonians 5:14); to assist the body of Christ with employment and financial counseling (Job Training) (I Corinthians 3:8; Colossians 4:1; Ecclesiastes 9:10; I Timothy 6:9-10; John 6:27); A Christians in Human Services Group (I Corinthians 10:24, 12:5; Job 29:16; Luke 6:34; Galatians 5:13, 6:10) and to provide for ministry through Family Services (Deuteronomy 15:7; Nehemiah 8:10; Matthew 5:42; Galatians 6:2; Hebrews 13:16) and Family Counseling.

(e) To provide housing for the homeless (Leviticus 25:35; Proverbs 14:26; Hosea 11:11; II Corinthians 5:1; Matthew 25:35-40; Acts 13:17; I Timothy 5:10; Hebrews 13:2); housing for the aged (Leviticus 19:32; Psalms 71:9; Isaiah 45:20-22); housing for the abused wives and children (Exodus 22:22-24; Deuteronomy 10:8; Acts 6:1; I Timothy 5:3-12,16).

(f) To provide food and clothing for those in need through direct grants and through discount stores whereby the needy may purchase food at reduced rates. (Acts 11:29; Psalms 72:12-13, 146:7; Isaiah 41:17, 58:7; Matthew 25:35-40; Ezekiel 18:7, 45:10-12; Deuteronomy 15:7-8, 25:13-16; James 2:15-65; Luke 3:11; Proverbs 11:1, 26, 16:11)

(g) To carry on charitable work for:

The poor and lost (Leviticus 25:35; Matthew 25:34-40; Galatians 6:10; Mark 14:7)  
Feed the Hungry Soup Kitchen, Food Pantry, Clothes Closet (Matthew 25:35;  
Psalm 146:7; Luke 3:11, 4:18)

Housing for the Homeless and Runaways (Leviticus 25:35; Proverbs 19:17;  
Luke 3:11; II Corinthians 8:14-15)

To provide ministry to homosexuals and prostitutes, so they may be taught the  
Gospel of Jesus Christ (I Corinthians 1:27-31, 6:9-11; Hebrews 10:22; Luke  
14:12-24; Matthew 22:2-10, John 8:1-11).

Housing for those with addictive behavior (Luke 4:18).

Drug and Alcohol Program (Isaiah 5:11, 19:14,20; Habakkuk 2:15; Joel 2:32;  
Matthew 9:12; Psalm 121:2).

(h) To establish and maintain an educational institution and not for pecuniary gain; for the establishment, maintenance and support of a private Christian elementary and secondary schools (Christian Academy) at which both charity and pay students shall be received; for the establishment, maintenance, and support of a private Christian day care center and nursery school (Mark 10:14; Luke 18:16-17) at which both charity and pay students shall be received.

(i) To operate under the name as set forth in Article I above; to adopt and assume names in the furtherance of its nonprofit, tax-exempt purposes (Genesis 17:5, 32:28; Acts 13:9; Matthew 1:23; Revelation 2:17); to exercise such other and incidental powers as may reasonably be necessary to carry out the purposes for which the church is established, provided that such incidental powers shall be exercised in a manner consistent with its tax exempt status as a religious organization as set forth in Section 501(c)(3) of the internal Revenue Code of 1986 as amended, of the United States of America.

(j) To promote, foster and encourage the Christian faith on a national and international basis through the preparation, publication, distribution and circulation of study notes, literature, pamphlets, Bible Curriculum, translations of Bibles, videos, magazines and periodicals, and other type publications. (Habakkuk 2:2; Malachi 3:16; Acts 10:37, 21:25)

(k) To establish and maintain homes, and needed care, for the aged in the form of an adult day care or nursing homes (Leviticus 19:32; Psalm 71:9; 92:14; Isaiah 45:20-22; 1 Timothy 5:1, 17)

(l) To provide child care placement services and adoptive services for those desiring to adopt children, those desiring to place their children with a good family and to establish orphanage (Numbers 3:13; Psalms 127:3; Isaiah 54:1; Numbers 3:13).

(m) To employ qualified counsel and other necessary personnel to carry out the purposes of this church. (Titus 3:13; James 5:4)

(n) To further all religious and charitable work and for such purposes to adopt and establish ByLaws, rules, regulations in accordance with the law and not inconsistent with this Articles of Incorporation. (Joshua 1:7-8; Habakkuk 2:2-3; Romans 7:12, 10:4)

(o) To do all those things allowed and permitted to be done by religious corporations under law and specifically those set forth in the Florida Not-For-Profit Corporation Code, so long as such purposes are permitted under section 501(c)(3) of the Internal Revenue Code.

WHEREAS, THEREFORE, BE IT RESOLVED that ARTICLE VII of the Articles of Incorporation be and the same is hereby deleted and a new ARTICLE VII be added to said Articles of Incorporation to read:

#### ARTICLE VII. EXEMPT STATUS AND DISSOLUTION.

No part of the net earning of the corporation shall inure to the benefit, or be distributable to its members, trustees, 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 its purposes.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county 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.

WHEREAS, THEREFORE, BE IT RESOLVED that ARTICLE VIII be added to said Articles of Incorporation to read:

**ARTICLE VIII. LIABILITY**

No member of NADIA'S MINISTRY FOR THE MIDDLE EAST, INC. shall be liable for its debts nor shall any members property be so liable.

WHEREAS, THEREFORE, BE IT RESOLVED that ARTICLE IX be added to said Articles of Incorporation to read:

**ARTICLE IX. DECLARATION OF ASSETS**

The property of this corporation is irrevocably dedicated to religious and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

WHEREAS, THEREFORE, BE IT RESOLVED that ARTICLE X be added to said Articles of Incorporation to read:

**ARTICLE X. BYLAWS**

The ByLaws of NADIA'S MINISTRY FOR THE MIDDLE EAST, INC. shall be adopted and amended by the Board of Directors.

WHEREAS, THEREFORE, BE IT RESOLVED that ARTICLE XI be added to said Articles of Incorporation to read:

**ARTICLE XI. AMENDMENTS**

Amendments to this Articles of Incorporation, may be proposed by a resolution adopted by the Board of Directors. After notification to the members of the proposed amendment, such amendment shall be adopted by the Board of Directors by an affirmative vote of at least two-thirds of the Directors present and voting at a meeting at which a quorum is present.

RESOLVED FURTHER, that said amendment is adopted and approved this 30<sup>th</sup> day of March, 1996.

Executed by the undersigned President, Nadia Abou-haidar Lawand, and the Secretary, YASSIN LAWAND on March 30, 1996.

NADIA'S MINISTRY FOR THE MIDDLE EAST, INC.

Attest :

*Nadia Abou-haldar Lawand*

Nadia Abou-haldar Lawand, President

*Tanya C. Lawand*  
Secretary

CERTIFICATION

I, TANYA C. LAWAND, Secretary of NADIA'S MINISTRY FOR THE MIDDLE EAST, INC. hereby certify that the above is a true copy of the resolutions adopted by the Board of Directors of NADIA'S MINISTRY FOR THE MIDDLE EAST, INC. and such resolution is in full force, form and effect.

*Tanya C. Lawand*  
Secretary

STATE OF FLORIDA

COUNTY OF Broward

Before me this date appeared TANYA C. LAWAND, Secretary of NADIA'S MINISTRY FOR THE MIDDLE EAST, INC. and hereby acknowledged that the above and foregoing is a true and correct statement of the Amendment to the Articles of Incorporation and that after adoption of the final resolution adopted therein was authorized to certify a true copy of the same for presentation to the Secretary of State of the State of Florida and signs such Amendment as Secretary of said corporation this 20<sup>th</sup> day of March, 1996.

*Juliana M. Kurilla*  
Notary Public

My Commission Expires :  
SEAL

JULIANA M. KURILLA  
Notary Public, State of Florida  
My Comm. Expires June 7, 1998  
No. CC 380472  
Bonded Thru Official Notary Service

