# 000001376 FILED. 95 MAR 22 AM II: 58 SECRETARY OF SIA SECULATION AMERILAWYER® (Requestor's Name) 343 Almeria Avenue CORAL GABLES, FL 33134 - (305) 445-2700

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NEW FILINGS	AMENDMENTS	251
Profit	Amendment	MAR 2 2 1995 BSt
NonProfit	Resignation of R.A., Officer/D	Director
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	<del></del>	
Name Reservation	Limited Partnership	
	Reinstatement	
	Trademark	
:R2E031(10/92)	Other	Examiner's Initia

# ARTICLES OF INCORPORATION

OF

FILED
95 MAR 22 AH II: 5B
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

# KOINONIA INCORPORATED

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non profit Corporation under Chapter 617 of the Florida Statutes.

### ARTICLE 1 - NAME

The name of the corporation is KOINONIA INCORPORATED

# ARTICLE 2 - PURPOSE OF CORPORATION

The 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.

# **ARTICLE 3 - PROHIBITIONS**

No part of the net earnings of the corporation shall inure to the benefit of, 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 the purposes set forth in Article Second hereof. No substantial part of the activities of the corporation shall be 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. 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, or the corresponding section 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, or the corresponding section of any future federal tax code.



#### **ARTICLE 4 - DIRECTORS**

The Directors shall be elected by a majority vote of the Members of this Corporation.

#### **ARTICLE 5 - PRESIDENT**

The initial President of the corporation shall be Patric. Hyde whose address shall be the same as the principal office of the corporation.

### **ARTICLE 6 - PRINCIPAL OFFICE**

The principal office of this corporation is 3647 Southwest 92 Avenue, Miami, Florida 33165-4131 and the mailing address is the same.

#### **ARTICLE 7 - INCORPORATOR**

The name and street address of the incorporator of this corporation is:

Patrick Hyde 3647 Southwest 92 Avenue Miami, Florida 33165-4131

#### **ARTICLE 8 - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

### **ARTICLE 9 - CAPITAL STOCK**

This corporation shall have no capital stock and shall be composed of members rather than shareholders.

#### ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.



# **ARTICLE 11 - VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

#### **ARTICLE 12 - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

## ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this corporation is The Law Firm Of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer<sup>®</sup>, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer<sup>®</sup>, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### <u>ARTICLE 14 - EFFECTIVE DATE</u>

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 15 - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

# **ARTICLE 16 - DISSOLUTION**

Upon 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 public purpose. Any such assets not so disposed of shall be disposed of by 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.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 20th day of March, 1995.

Patrick Hyde, Incorporator

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 617.0501, Florida Statutes.

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®

Lawrence J/ Spiegel, President

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