

N95000001709

CenterPeace Ministries
1801 S. Federal Highway, Suite 310
Delray Beach, Florida 33483

March 20, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

Re: CenterPeace Ministries fictitious name registration # G94186000207

Gentlemen:

Please be advised that the undersigned, holder of the above referenced fictitious name registration does hereby relinquish said registration in favor of CenterPeace Ministries, Inc., a corporation yet to be formed. Application for approval of said corporation is enclosed herewith.

Very truly yours,

CENTERPEACE MINISTRIES


James Boyd
Administrator

100001438301
-03/23/95--01039--006
****122.50 ****122.50

Encls.

cc: Catherine T. Hickem

FILED
95 APR 10 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.P.
3/24/95
615-6327
W95-6633

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

March, 20, 1995

SUBJECT: CenterPeace Ministries, Inc.

Enclosed is an original and one (1) copy of the articles of Incorporation and our check for \$122.50.

FROM: James Boyd

243 Northeast Fifth Avenue

Delray Beach, FL 33483-7105

(407) 276-7401



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 29, 1995

JAMES BOYD
CENTERPEACE MINISTRIES
1801 S. FEDERAL HWY, SUITE 310
DELRAY BEACH, FL 33483

SUBJECT: CENTERPEACE MINISTRIES, INC.
Ref. Number: W95000006633

We have received your document for CENTERPEACE MINISTRIES, 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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: 795A00013562

**ARTICLES OF INCORPORATION
OF
CENTERPEACE MINISTRIES, INC.**

FILED
95 APR 10 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida.

ARTICLE I

The name of this corporation shall be: CenterPeace Ministries, Inc.

ARTICLE II

The place in this state where the principal office of the Corporation is to be located is: 1801 South Federal Highway, Suite 310, Delray Beach, Palm Beach County.

ARTICLE III

Said corporation is organized exclusively for religious purposes, including, for such purpose 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.

1. The corporation shall support the Christian doctrine and it and all its property, both real and personal, shall be subject to laws, usage's, and appointments of CenterPeace, Ministries, Inc., as are now or shall be formed time to time established, made, and declared by the lawful authority of said corporation.

a. CenterPeace is a ministry to show people that there can only be peace if Christ is at the center of their life and it is to keep Jesus Christ at the apex through seminars, conferences, workshops, recordings and media communications thereby helping people cope with life's tough realities.

2. The corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to both real and personal property, and to improve, incumber, sell convey and dispose of all such property.

3. The corporation shall have the power to erect and maintain buildings for the worship of God, for training in Christian faith and conduct, and for Christian social interaction, and to acquire or build and maintain residences.

4. If, for any reason, the corporation shall cease to exist as a legal entity and its charter shall expire or be terminated, the title to all its property, both real and personal, shall be vested in the trustees of a local Christian church.

ARTICLE IV

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Sandra G. Allen	2815 SW 4th Street Boynton Beach, Fl 33435
James Boyd	415 Andrews Avenue Delray Beach, Fl 33483
Catherine T. Hickem	1801 S. Federal Hwy. Suite 310 Delray Beach, Fl 33483
Gwendolyn L. James	5228 Lake Osborne Drive Lake Worth, Fl 33461
Patricia H. Stacy	2183 Deer Creek Way Deerfield Beach, Fl 33442
Mary J. Twitty	5951 Wellesley Pk Dr. # 305 Boca Raton, Fl 33433

ARTICLE V

The officers of the corporation shall be a President and Secretary. The names of the officers who are to serve until the first election are as follows:

Catherine T. Hickem	President
Mary F. Twitty	Secretary

Directors will be elected in conformance with Article VII, 2. of the By-Laws.

ARTICLE VI

Board of Directors

The names and addresses of the persons who are to serve as the Board of Directors until the first election are as follows:

Sandra G. Allen	2815 SW 4th Street Boynton Beach, FL 33435
James Boyd	415 Andrews Avenue Delray Beach, FL 33483
Catherine T. Hickem	1801 S. Federal Hwy. Suite 310 Delray Beach, FL 33483
Gwendolyn L. James	5228 Lake Osborne Dr. Lake Worth, FL 33461
Patricia H. Stacy	2183 Deer Creek Way Deerfield Beach, FL 33442
Mary F. Twitty	5951 Wellesley Pk Dr. # 305 Boca Raton, FL 33433

ARTICLE VII

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 III hereof. 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. 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 VIII

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.

ARTICLE IX

Qualification of Corporate Officers and Directors

The Officers and Directors of the corporation shall be members of the Christian Faith.

ARTICLE X

Corporate Existence

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE XI

Indebtedness

The highest amount of indebtedness of liability to which this corporation may at any time subject itself shall not exceed two-thirds (2/3) of the value of all of its property.

ARTICLE XII

Amendment of the Articles of Incorporation

The Articles of Incorporation may be amended by the Board of Directors at any meeting called for that purpose provided the Amendment is approved by the members of the board at a special meeting called for the purpose of considering amending the Articles of Incorporation, or at a special meeting called for the purpose of considering amending the Articles of Incorporation, and providing that the Amendment is filed with the Secretary of State.

ARTICLE XIII

Real Estate

The amount in value of the real estate which the corporation may hold, shall be Three Million Dollars (\$3,000,000.00).

ARTICLE XIV

Indemnification of Officers and Directors

Each and every officer and director of the corporation shall be indemnified by the corporation against all costs, expenses, and liabilities, including legal fees reasonable incurred by or imposed on such officer or director in connection with any claim, demand or proceeding to which such officer or director may become involved by reason of their being or having been an officer or director of this corporation whether or not such person is an officer or director at the

time such expenses are incurred, provided however, if such officer or director is adjudged guilty of willful misfeasance or willful malfeasance in the performance of the duties of such officer or director, the corporation shall not indemnify any claim or proceeding, the indemnification herein provided shall be applicable only when settled and shall determine that such indemnification shall be in the best interest of the officer or director and the corporation. The corporation may purchase such insurance policies as the Board of Directors of the Corporation shall deem appropriate to provide such indemnification. The foregoing right on indemnification shall be in addition to, but not exclusive of, any and all other rights to which such officer or director may be entitled.

ARTICLE XV

Transactions in Which Officers or Directors are Interested

A. No contract or transaction between the corporation and one or more of its officers or directors or between the corporation and any other legal entity in which one or more of the officers or directors of the corporation are interested in any manner, shall be invalid, void or voidable solely for the reason, or solely because an officer or director of the corporation is present at or participates in the meeting of the Board of Directors of the Corporation or any committee thereof which authorizes such a contract or transaction, or solely because of the vote of such officer or director in connection therewith. No officer or director of the corporation shall incur liability by reason of the fact that such officer or director is or may be interested in any such contracts or transaction.

B. Interested directors may be counted in determining the presence of a quorum at the meeting of the Board of Directors or of any committee thereof, which authorizes contracts or transactions.

ARTICLE XVI

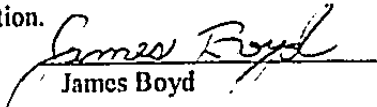
Resident Agent

The resident agent of the corporation to accept service of process in this state and who shall serve until replaced by the Board of Directors of the corporation shall be:

James Boyd

243 Northeast Fifth Avenue
Delray Beach, Florida 33483

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


James Boyd

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to these Articles, for the purpose of forming a non-profit corporation, do make and file this certificate and hereunto set our hands and seals this _____ day of _____, A.D. 1995.

Sandra G. Allen (SEAL.)
Catherine T. Hickem (SEAL.)
Gwendolyn L. James (SEAL.)
Patricia H. Stacy (SEAL.)
Mary F. Twitty (SEAL.)

STATE OF FLORIDA }
COUNTY OF PALM BEACH }

Before me, the undersigned authority, personally appeared SANDRA G. ALLEN, CATHERINE T. HICKEM, GWENDOLYN L. JAMES, PATRICIA H. STACY, MARY F. TWITTY, to me well known and known to me to be the individuals described in and who executed the foregoing Certificate of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Delray Beach, County of Palm Beach, Florida, on this 13th day of MARCH, A.D.. 1995.

James Boyd
Notary Public, State of Florida at Large

(SEAL)



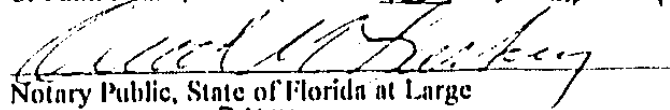
JAMES BOYD
My Comm Exp. 7/22/96
Bonded By Service Ins
No. CC213496

☒ Personally Known ☐ Over 10

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

Before me, the undersigned authority, personally appeared JAMES BOYD, to me well known and known to me to be the individual described in and who executed the foregoing Certificate of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Delray Beach, County of Palm Beach, Florida, on this 13 day of March A. D. 1995


Notary Public, State of Florida at Large
DAVID G. LASKEY

