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TRANSMITTAL LETTER

95 AUG -7 AM 9:01

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: REHOBOTH GOSPEL CONGREGATION, INC.
(proposed corporate name)

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

FROM: Rev. Jean Jean-Louis
Name (printed or typed)

13890 N.E. 3rd Court Suite 312
Address

North Miami, Florida 33161
City, State, & Zip

(305) 899-1294
Telephone Number

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ARTICLES OF INCORPORATION
OF

REHOBOTH GOSPEL CONGREGATION, INC.

95 AUG -7 AM 0:21

SECRET STATE
ALLAHABAD INDIA

THE UNDERSIGNED, being Christian and over the age of 21, and after having held meetings with others in prayer, to establish a church, hereby makes, subscribes, acknowledges, and files the following articles of Incorporation in accordance with the laws of the State of Florida, not for profit Statues under chapter 617.

ARTICLE I

The Name of this corporation shall is:

"REHOBOTH GOSPEL CONGREGATION, INC."

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State of Florida, and shall have perpetual existence.

ARTICLE III

Principal Place of Business and Mailing Address:

The principal place of business and the mailing address of this corporation shall be:

13890 N.E. 3rd Court
North Miami, Florida 33161

ARTICLE IV

PURPOSE

- 1). This Corporation is organized and shall be operated exclusively for religious purposes; and, in particular, to establish and maintain churches where the gospel is preached, the Bible taught, the Sacraments duly administered, God is worshiped, believers edified, and Christian benevolent ministries offered.

- 2). To receive any gift, bequest, devise, grant or in any other manner, money, assistance or any other form of contribution, or any type of property whatsoever, from any person, organization, governmental agency, or other entity and to otherwise acquire, in every lawful manner, money, securities, property rights and services of every kind and description, and to hold, invest, spend, use or otherwise dispose of all such acquisitions for the purpose of the corporation.
- 3) To plan, initiate, develop, oversee, manage and maintain a place or several places of religious worship in Dade or other counties in Florida or in any other state in the United States, and services including, but not limited to providing day care for its members a Christian elementary school, summer camp or ministering to the poor and needy in the United States and in Haiti.
- 4) This corporation is also being formed to establish and manage a spiritual ministry of the church and therefore will operate under the supervision and direction of the Pastor of the Church and a church hierarchial structural including a Pastor, Assistant Pastor(s) Deacons, as stated in the By-Laws.
- 5) The general purposes for which this corporation is formed are to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under the Code.
- 6). This corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE V

POWERS

Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not-for-profit corporations under the laws of the State of Florida.

Without limiting the generality of the powers specified above, the specific powers of the Corporation shall be:

- a). To acquire, by purchase, lease or otherwise, and hold title to such real property, including improvements thereon, and any personal property as may be beneficial to the fulfillment of the charitable, religious and educational purposes of Rehoboth Gospel Congregation, Inc. and other affiliated organizations;
- b). To lease all or a portion of such real and personal property;
- c). To borrow funds in order to expand, enhance, support or maintain the activities of the corporation or any to its affiliated organizations;
- d). To make charitable contributions to any affiliated organizations;
- e). To manage and operate any of its assets or the assets of others in recognition and attainment of the foregoing objectives; and
- f). To utilize its income in furtherance of the foregoing objectives.

ARTICLE VI

LIMITATIONS ON ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of , or be distributable to, any Member, Director or officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Member, Director or officer of the corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation, provided, however, the corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not-for-profit corporate member described in Section 501 (3) (c) of the Code. No substantial part of the activities of the corporation shall be the carrying on of the propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any

activities not permitted to be conducted or carried on by an organization exempt for taxation under Section 501 (c) (3) of the Code, or by an organization contributions to which are deductible under Section 170 (c) (2) of the code.

ARTICLE VII

Duties The affairs of this Corporation shall be managed by the Church Committee of Elders.

Number on Church Committee The initial Church Committee of Elders shall be composed of three (3) members. The exact number of these members shall be specified from time to time in the By-Laws of the Corporation but shall not be less than three (3). Whenever the By-Laws fail to specify the exact number, the number of individuals on the Church Committee shall be three (3).

ARTICLE VIII

The names and addresses of the initial Church Committee known as Elders are:

Rev. Jean Jean-Louis
13890 N.E. 3rd Court
North Miami, Florida 33161

Dorval Vil cius
716 S. 29th Court
Hollywood, Florida 33020

Rocheftort Rene
18788 N.W. 88th Avenue
Miami Lakes, Florida 33015

ARTICLE IX

These articles may be amended, altered, modified or revoked only upon the vote of the majority of the elders.

ARTICLE X

The method of election or appointments of elders will be stated in the bylaws.

ARTICLE XI

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Rev. Jean Jean-Louis
13890 N.E. 3rd Court Suite 312
North Miami, Florida 33161

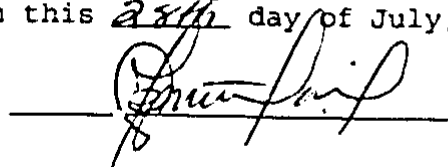
ARTICLE XII

The name and address of the incorporator executing these Articles of Incorporation is:

Rev. Jean Jean-Louis
13890 N.E. 3rd Court Suite 312
North Miami, Florida 33161

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 28th day of July, 1995.

Rev. Jean Jean-Louis



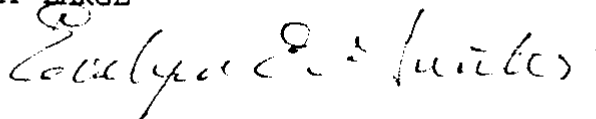
STATE OF FLORIDA

COUNTY OF DADE

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Rev. Jean Jean-Louis known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and He acknowledged before me that He executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 28 day of July, 1995

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE



My commission expires:



EVELYN E. GUNTER
MY COMMISSION # CC287928 EXPIRES
JUNE 28, 1997
BONDED THRU TROY FARM INSURANCE, INC.

E-11 177

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE AUG-7 1995

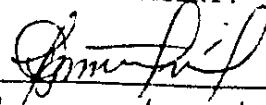
Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: REHOBOTH GOSPEL
CONGREGATION, INC.
2. The name and address of the registered agent and office is:
Rev. Jean Jean-Louis
(NAME)
1380 1 N.E. 3rd Court Suite 312
(PO BOX NOT ACCEPTABLE)
North Miami, Florida 33161
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATE 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE



July 28th, 1995