

N96000001068



Florida Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

a family church, equipping the next generation

February 14, 1996

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-03/01/96--01037--000
***122.50 ***122.50

Dear Division of Corporation,

Enclosed is Miami's Rock City's Articles of Incorporation along with our Constitution and Bylaws for your inspection as we are seeking Corporate Status from the state of Florida.

We are a new interdenominational church that will be conducting our services every Sunday at Florida International University North Campus at the Wolfe Centre Theatre 100 in North Miami, FL. These services will officially begin March 10th, 1996. We look forward to your reply.

Sincerely,


Doug Giles
Senior Minister

DG/mmj

~~8896-5863~~

FILED
96 FEB 27 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
2-28-96

DOUG GILES
SENIOR MINISTER

P.O. BOX 800554
AVENTURA, FL
33280-0554
305.937.3774



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 16, 1996

DOUG GILES, SENIOR MINISTER
MIAMI'S ROCK CITY
P.O. BOX 800554
AVENTURA, FL 33280-0554

SUBJECT: MIAMI'S ROCK CITY, INC.
Ref. Number: W96000003663

We have received your document for MIAMI'S ROCK CITY, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The corporate name must be identical throughout the document.

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 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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.

The registered agent must sign accepting the designation.

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: 596A00006981

ARTICLES OF INCORPORATION
OF
MIAMI'S ROCK CITY, INC.

FILED
96 FEB 27 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the Corporation is Miami's Rock City, Inc.

ARTICLE II

Non-Profit Corporation

The Corporation is a non-profit corporation. Upon dissolution, all of the Corporation's assets shall be distributed to an organization or organizations exempt from taxes under Internal Revenue Code Section 501(c)(3) to be used to accomplish the general purposes for which the Corporation was organized.

ARTICLE III

Duration

The Corporation shall continue in perpetuity.

ARTICLE IV

Purposes

The purposes for which the Corporation is organized are to perform religious and charitable activities within the meaning of Internal Revenue Code Section 501(c)(3). Specifically, the Corporation is organized to operate a church which will promote, spread and teach the Gospel of Jesus Christ.

ARTICLE V

Powers

Except as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. The Corporation may pay

reasonable compensation to its Elders or officers for services rendered to or for the Corporation in furtherance of one or more of its purposes set forth above.

ARTICLE VI

Restrictions and Requirements

The Corporation shall not pay dividends or other corporate income to its Elders or officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Act.

The Corporation shall have no power to take any action that would be inconsistent with requirements for a tax exemption under Internal Revenue Code Section 501(c)(3) and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings and procedures, except to an insubstantial degree.
2. Serve a private interest other than one that is clearly incidental to an overriding public interest.
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures.
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and other direct or indirect campaign activities.
5. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.
6. Permit any part of the net earnings of the Corporation to inure to the benefit of any private shareholder or member of the Corporation or any private individual.
7. Carry on any unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt purposes.

ARTICLE VII

Membership

The Corporation shall have no members with voting rights.

ARTICLE VIII

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 19501 E. Country Club Drive, PH#1, Aventura, FL 33180. The principal address will be P.O. Box 800554, Aventura, FL 33280-0554. The name of the initial registered agent at said address is Doug Giles.

ARTICLE IX

Board of Directors

The management of all affairs of the Corporation is to be vested in its Board of directors. The qualifications, duties, terms and other matters relating to the Board of Directors shall be provided in the Bylaws. The Board of Directors shall be selected by Miami's Rock City, Inc.'s governing body. The initial Board of Directors shall consist of three (3) persons. The number of Directors may be increased or decreased by adoption or amendment of the Bylaws. The number of Directors may not be decreased to less than three. The initial Board of Directors shall consist of the following persons at the following address.

NAME	ADDRESS
Doug Giles, President	19501 E Country Club Dr. PH#1 Aventura, FL 33180
Andrew Shearman, V.P.	2926 Indian Hollow San Antonio, TX 78261-9306
Don Kostecki, Treasurer	421 E Tamarack Rd. #151 Altus, OK 73521
Angie Kostecki, Secretary	421 E Tamarack Rd. #151 Altus, OK 73521

ARTICLE X

Limitation on Liability of Directors

A Director is not liable to the Corporation or its members for monetary damages for an act or omission in the Director's capacity as Director, except to the extent otherwise provided by a statute of the State of Florida.

ARTICLE XI

Indemnification

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a Director or other person related to the Corporation as provided by the provisions of the Act governing indemnification. As provided in the Bylaws, the Board of Directors shall have the power to define the requirements or limitations of the Corporation to indemnify Directors, officers, or others related to the Corporation.

ARTICLE XII

Construction

All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority, shall refer to the authority cited or their successors, as they may be amended from time to time.

ARTICLE XIII

Incorporator

The name and street address of the incorporator are:

Mary Margaret Giles 19501 E Country Club Dr. PH#1, Aventura, FL 33180

ARTICLE XIV

Action by Written Consent

Action may be taken by use of signed written consent by the number of Directors whose vote would be necessary to take action at a meeting at which all such persons entitled to vote were present and voted. Each written consent must bear the date of signature of each person signing it. A consent signed by less than all of the Directors is not effective to take the intended action unless consents, signed by the required number of persons, are delivered to the Corporation within sixty (60) days after the date of the earliest dated consent delivered to the Corporation. Delivery must be made by hand, or by certified or registered mail, return receipt requested. The delivery may be made to the Corporation's registered office, registered agent, principal place of

business, transfer agent, registrar, exchange agent, or an officer or agent having custody of books in which the relevant proceedings are recorded. If the delivery is made to the Corporation's principal place of business, the consent must be addressed to the president or principal executive officer.

The Corporation will give prompt notice of the action taken to persons who do not sign consents. If the action taken requires documents to be filed with the Secretary of State, the filed documents will indicate that the written consent procedures have been properly followed.

The telegram, telex, cablegram or similar transmission by a Director or photographic, facsimile, or similar reproduction of a signed writing is to be regarded as being signed by the Director.

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

Doug Giles 2-22-96

Incorporator,

Mary Margaret Giles 2-22-96.

N96000001068

MIAMI'S ROCK CITY, INC.
P.O. BOX 800554
AVENTURA, FL 33280-0554

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (If known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>NC</i>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

200002112442--3
-03/13/97--01054--003
*****35.00 *****35.00

FILED
97 MAR 13 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 3/14



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 3, 1997

MIAMI'S ROCK CITY, INC.
P.O. BOX 800554
AVENTURA, FL 33280-0554

SUBJECT: MIAMI'S ROCK CITY, INC.
Ref. Number: N96000001068

We have received your document for MIAMI'S ROCK CITY, INC.. However, the document has not been filed and is being returned for the following:

The fee to file your document is \$35.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 797A00010795

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
97 MAR 13 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami's Rock City, Inc.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

CHANGE OF INCORPORATION'S NAME FROM: MIAMI'S ROCK CITY, INC.

TO: HIS PEOPLE CHRISTIAN CHURCH, INC.

SECOND: The date of adoption of the amendment(s) was: 1/15/97

THIRD: Adoption of Amendment (CHECK ONE)

☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

MIAMI'S ROCK CITY, INC.
Corporation Name

Doug Giles - President
Signature of Chairman, Vice Chairman, President or other officer

Doug Giles
Typed or printed name

President 1/15/97
Title Date