

LAW OFFICE
KEITH A. JAMES

N96000005489

FILED

96 OCT 24 PM 2:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 23, 1996

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000001985280--5
-10/24/96--01055--014
***122.50 ***122.50

RE: **KINGDOM DOMINION NETWORK, INC.**

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation, together with this firm's check in the amount of \$122.50, representing payment for the following expenses:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>52.50</u>
Total	\$122.50

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,

Keith A. James

KAJ/kms
Enclosures

cc: Bishop Harold Calvin Ray (with enclosure)

PH
10/25/96

KEITH A. JAMES, P.A.
1655 Palm Beach Lakes Blvd., Suite 810
West Palm Beach, Florida 33401
Phone (561) 686-4500 • Fax (561) 684-1508

FILED

ARTICLES OF INCORPORATION
OF
KINGDOM DOMINION NETWORK, INC.

96 OCT 24 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 617 of the Florida Statutes (the "Florida Not for Profit Corporation Act"), hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is **KINGDOM DOMINION NETWORK, INC.**

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 2101 Australian Avenue, West Palm Beach, Florida 33407.

ARTICLE IV

CORPORATION NOT-FOR-PROFIT AND CHARITABLE PURPOSES

The Corporation shall be a corporation not-for-profit under the provisions of Florida law. It shall be organized, and at all times thereafter operated, exclusively for public charitable uses and purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code. In furtherance of such charitable uses and purposes, the Corporation shall (i) provide an organizational mechanism for the association of independent churches of various denominational affiliations for the greater purpose of engendering coordinated and synergistic spiritual, charitable, educational and socioeconomic community development initiatives in local communities throughout the continental United States and in foreign countries, and (ii) provide a meaningful mechanism for spiritual fellowship among Christian ministries according to the scriptural exhortation of the Book of Acts.

The Corporation shall serve only such purposes and functions and shall engage only in such activities as are consistent with the purposes set forth in this Article IV, and as are exclusively charitable and are entitled to charitable status under Section 501 (c)(3) of the Internal Revenue Code, as may be prescribed from time to time by the Board of Trustees of the Corporation.

ARTICLE V

TAX-EXEMPT NOT-FOR-PROFIT CORPORATION

The Corporation shall be a corporation not-for-profit and shall be neither organized nor operated for pecuniary gain or profit.

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee, officer, or director of the Corporation, or any other private

person; but 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 as set forth in Article IV hereof.

(b) The Corporation shall not carry on propaganda, or otherwise attempt to influence legislation, to an extent that would disqualify it for tax exemption under Section 501 (c)(3) of the Internal Revenue Code by reason of attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on:

(i) By a corporation exempt from federal income taxation under Section 501 (c)(3) of the Internal Revenue Code; or

(ii) By a corporation, contributions to which are deductible for federal income tax purposes under Section 170 (c)(1) or (2) of the Internal Revenue Code, for federal estate tax purposes under Section 2055 (a)(1) or (2) of the Internal Revenue Code, and for federal gift tax purposes under Section 2522 (a)(1) or (2) of the Internal Revenue Code.

It is intended that the Corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Section 501 (c)(3) of the Internal Revenue Code. All terms and provisions of these Articles of Incorporation and the Bylaws of the Corporation, and all authority and operations of the Corporation, shall be construed, applied and carried out in accordance with such intent.

ARTICLE VI

NO MEMBERS

The Corporation shall have no members.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1655 Palm Beach Lakes Boulevard, Suite 810, Tower C, West Palm Beach, Florida 33401. The name of the initial registered agent of the Corporation at that address is KEITH A. JAMES.

ARTICLE VIII

BOARD OF TRUSTEES

The Board of Trustees shall have general charge of the affairs and any property and assets of the Corporation. It shall be the duty of the Trustees to carry out the purposes and functions of the Corporation. The Trustees shall be elected in accordance with the Bylaws of the Corporation, and shall have the powers and duties set forth in these Articles of Incorporation and in the Bylaws, to the extent that such powers and duties are not inconsistent with the status of the Corporation as a corporation not-for-profit which is exempt from federal income taxation under Section 501 (c)(3) of the Internal Revenue Code. The initial members of the Board of Trustees of the Corporation shall be as follows:

	Name:	Address:
1.	DONALD MINOR	361 West 24th Street Riviera Beach, FL 33404
2.	BRENDA RAY	11771 Littlestone Court West Palm Beach, FL 33412
3.	HAROLD CALVIN RAY	11771 Littlestone Court West Palm Beach, FL 33412

ARTICLE IX

DEFINITIONS

For purposes of these Articles of Incorporation, "charitable purposes" include charitable, educational, literary, scientific, or medical purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, contributions for which are deductible under Section 170 (c)(1) or (2), Section 2055 (a) (1) or (2), and Section 2522 (a)(1) or (2) of the Internal Revenue Code. All references in these Articles of Incorporation to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any applicable future United States Internal Revenue Law, and to all regulations issued under such sections and provisions.

ARTICLE X

LIMITATION OF TRUSTEE LIABILITY

(a) A trustee of the Corporation shall not be personally liable to the Corporation or to any other person for monetary damages for breach of duty of care or other duty as a trustee, or for any

statement, vote, decision, or failure to act, regarding corporate management or policy, regardless of when such breach, statement, vote, decision, or failure to act may have occurred, except for liability under the provisions of Section 607.0831 of the Florida Statutes.

(b) Any repeal or modification of the provisions of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a trustee of the Corporation with respect to any act or omission occurring prior to the effective date of such repeal or modification.

(c) If Florida law hereafter is amended to authorize the further elimination or limitation of the liability of trustees, then the liability of a trustee of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Florida law.

(d) In the event that any of the provisions of this Article (including any provision within a single sentence) are held by a court of competent jurisdiction to be invalid, void, or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

ARTICLE XI

INDEMNIFICATION

The Corporation shall indemnify any member of the Board of Trustees or officer or former member of the Board of Trustees or former officer and shall advance and bear expenses and costs (including attorneys' fees) actually and necessarily incurred by him or her in connection with any claim asserted, by reason of such person being or having been a member of the Board of Trustees

or officer of the Corporation, to the fullest extent permitted by the Florida Not-For-Profit Corporation Act. By resolution of the Board of Trustees or in the Bylaws of the Corporation, the Corporation may similarly indemnify and advance and bear expenses and costs of employees and agents of the Corporation with respect to activities within the scope of their services to the Corporation. The Corporation may purchase insurance on such terms as the Board of Trustees may approve insuring trustees and officers against such claims.

ARTICLE XII

AMENDMENTS

These Articles of Incorporation may be amended at any time and from time to time by the affirmative vote of no fewer than two-thirds (2/3) of all of the trustees then in office.

ARTICLE XIII

INCORPORATOR

The name and street address of the incorporator is as follows:

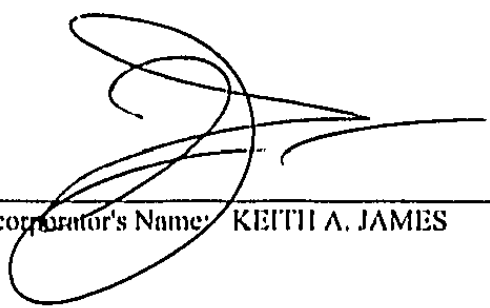
Name:

KEITH A. JAMES

Address:

1655 Palm Beach Lakes Boulevard
Suite 810, Tower C
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 23rd day of October, 1996.


Incorporator's Name: KEITH A. JAMES

STATE OF FLORIDA
COUNTY OF PALM BEACH

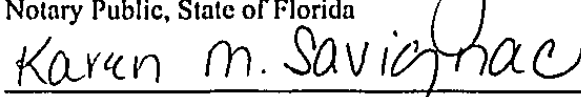
The foregoing Articles of Incorporation were acknowledged before me this 23rd day of
October, 1996, by KEITH A. JAMES, who:

[☒] is personally known to me; or

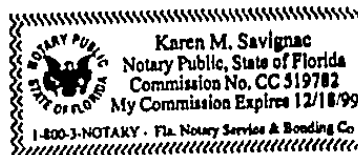
[☐] has produced identification: _____



Notary Public, State of Florida



(Print, Type or Stamp Commissioned Name of Notary Public)



FILED

96 OCT 24 PM 2:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, KEITH A. JAMES, am familiar with and accept the obligations of the appointment as the initial registered agent of **KINGDOM DOMINION NETWORK, INC.**, as made in the foregoing Articles of Incorporation.

DATED this 23RD day of October, 1996.

By: 

KEITH A. JAMES