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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 30 PM 3:36

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

SUBJECT: Vineyard Christian Fellowship of Pembroke Pines
(Proposed corporate name - must include suffix)

100001990731--9
-10/30/96--01078--010
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of Incorporation and a check
for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

William C. Miller

Name (Printed or typed)

6121 NW 176 Terr.

Address

Miami FL 33015

City, State & Zip

305-718-6400 x470

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
VINEYARD CHRISTIAN FELLOWSHIP OF PEMBROKE PINES, INC.
(A Not for Profit Corporation)

We the undersigned, do hereby associate together for the purpose of being incorporated pursuant to Chapter 617, Florida Statutes, and do hereby make, subscribe and acknowledge the Articles of Incorporation set forth below and provide as follows:

ARTICLE I.

The name of this corporation is VINEYARD CHRISTIAN FELLOWSHIP OF PEMBROKE PINES, INC..

ARTICLE II.

The corporation shall have a business address of 6121 NW 176 Terrace, Miami, Florida 33015

ARTICLE III.

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

A. The primary purpose of this corporation and business is to carry on a ministry both within the United States and outside its borders and to conduct such a ministry pursuant to the laws of the United States and the laws of the various countries on this and all other continents, and to receive and to distribute offerings as provided by law.

B. To seek the face of God to love, praise, enjoy and obey Him forever as an end in itself; to share the love of God by word and deed with those around us, both Christian and non-Christian; to minister God's wholistic salvation to the broken of the earth, i.e., the poor, lost and sick; to train believers to love God, hear from Him and obey Him; and to send missionaries to reach every ethnolinguistic group on earth.

C. To be 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. To adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit".

E. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

F. Adopt, change, amend and repeal bylaws, not inconsistent with law of its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

G. Increase, by a vote of its members cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof, not to exceed twelve.

H. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income.

I. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this part of any state, territory, district or possession of the United States or any foreign country.

J. Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise deal in with real or personal property, or any interest therein, wherever situated.

K. Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein.

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98 OCT 30 PM 3:37

L. Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or part of its property and assets.

M. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, government district, municipality, or of any instrumentality thereof.

N. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

O. Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.

P. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

Q. Merge and consolidate with other corporations both for profit and not for profit, domestic and foreign, provided that the surviving corporation is a corporation not for profit.

R. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

The foregoing clauses are both purposes and powers, and the foregoing enumeration of specific powers does not limit or restrict in any manner the powers of the Corporation.

ARTICLE IV.

The officers of the corporation shall be President, Vice President, Secretary and treasurer, and such other officers as may be provided in the By-laws. The officers shall be selected in the manner provided in the By-laws.

ARTICLE V.

No part of the net earnings of the corporation shall be distributed to, or inure to the benefit of any member, trustee, director or officer of this corporation, contributor or private individual 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 II(B) 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 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law.)

ARTICLE VI.

The address of the registered office of this Corporation is 6121 NW 176 Terrace, Hialeah, Florida 33015, and the name of the Resident Agent, Bill Miller, at the address of 6121 NW 176 Terrace, Miami, Florida 33015.

ARTICLE VII.

The business affairs of the corporation shall be managed by a Board of Directors which shall have as its officers a President, Vice President, Secretary and Treasurer. The Board of Directors shall consist of not less than three and no more than twelve members. The Board of Directors shall be elected annually by a majority vote of the Board of Directors then serving.

The present Board of Directors of VINEYARD CHRISTIAN FELLOWSHIP OF PEMBROKE PINES, INC., whose names and addresses are set forth herein, shall constitute the Board of Directors and shall hold office until their successors are elected, and in accordance with their present terms and the by-laws of the Corporation, to-wit:

Bill Miller, 6121 NW 176 Terrace, Miami, Florida 33015

Kevin Fischer, 19002 SW 95 Avenue, Miami, FL 33157

Joseph Holbrook, 25505 SW 126 Court, Miami, FL 33032

ARTICLE VIII.

The name and address of the subscriber to these Articles of Incorporation is William C. Miller, 6121 NW 176 Terrace, Miami, Florida 33015.

ARTICLE IX.

The corporation shall have perpetual existence.

ARTICLE X.

Persons shall become members of this corporation as set forth in the by-laws.

ARTICLE XI.

The approval of Amendments to these Articles of Incorporation shall be approved by a majority vote of the Board of Directors. The by-laws of the corporation may be adopted, amended, revoked, or suspended by a majority vote of the Board of Directors.

ARTICLE XII.

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 of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located, exclusively for such purposes.

IN WITNESS WHEREOF, I the undersigned, do subscribe and acknowledge these Articles of Incorporation and accordingly have hereunto set my hand and seal this 28 day of October 1996.


William C. Miller

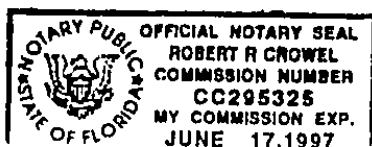
STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared William C. Miller, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

 Witness my hand and official seal in the County and State named above, this 28TH day of Oct. 1996.

My Commission Expires:




Notary Public

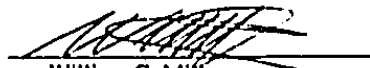

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT, UPON WHOM PROCESS MAY
BE SERVED

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In pursuant of Chapter 607.00 Florida Statutes, the following is submitted in compliance with said Act: Vineyard Christian Fellowship of Pembroke Pines, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, Florida, County of Dade, State of Florida has named William C. Miller, of 6121 NW 176 Terrace, Miami, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.


William C. Miller

10-28-86
Date