

N98000002301

TRANSMITTAL LETTER

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

700002450307--3
-03/09/98--01039--003
****131.25 ****131.25

SUBJECT: UNITED INTERCESSION FOR DADE, INC.

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

| | | | |
|---------------|-----------------------------|-----------------------------------|--|
| _____ \$70.00 | _____ \$78.75 | _____ \$122.50 | <input checked="" type="checkbox"/> _____ \$131.25 |
| Filing Fee | Filing Fee & Certificate | Filing Fee & Certified Copy | Filing Fee, Certified Copy & Certificate |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 PM 2:22

FROM: MARIA DE LA TORRE
11200 SW 108th AVENUE
MIAMI, FL 33176
(305) 235-0352

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

~~11200 SW 108th Ave~~
3-11-98
1231



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 11, 1998

MARIA DE LA TORRE
11200 SW 108TH AVE.
MIAMI, FL 33176

SUBJECT: UNITED INTERCESSION FOR DADE, INC.
Ref. Number: W98000005398

We have received your document for UNITED INTERCESSION FOR DADE, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Please return the original and one copy of 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 (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 398A00013196

ARTICLES OF INCORPORATION
OF
UNITED INTERCESSION FOR DADE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 PM 2:23

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I
NAME OF THE CORPORATION

The name of this corporation is UNITED INTERCESSION FOR DADE, INC. For convenience, the corporation shall be referred to in these Articles as the "Corporation".

ARTICLE II
ADDRESS OF THE PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 11200 S.W. 108 Avenue, Miami, Florida 33176.

ARTICLE III
PURPOSE OR PURPOSES OF ORGANIZATION

The purposes for which the Corporation is organized are as follow:

- 1.) To organize a group of people that will pray for Dade County; specifically the well-being, the needs, the issues and the people of this county.
- 2.) Bring unity between local Christians of different denominations, races and cultures.
- 3.) Give conferences and seminars on the subject of prayer.
- 4.) Promote an awareness in the Christian community that through prayers, Dade County can become a pleasant, healthy and safe place to live.
- 5.) Establish a mailing list and prayer chain system of "Prayer Petitions" affecting our county and its people such as:

A- Outreaches: To the homeless, prisoners, nursing homes, etc.

B- Revivals: In individual churches and city-wide.

C- Conferences:

D- Concerts

E- Seminars

F- Banquets

G- Emergencies

H- Other (any activity that people would request prayer for)

6.) Voluntary offerings and contributions will support the expenses of the Corporation.

The Corporation shall not exist or be operated for pecuniary profit, and no part of the net earnings of the Corporation or the net assets upon liquidation shall inure to the benefit of any member. The Corporation may, however, reimburse its members for actual expenses incurred for or in behalf of the Corporation, and may pay compensation in a reasonable amount to its members for actual services rendered to the Corporation, as permitted by law.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The qualification of members and manners of their admission shall be determined by the By-Laws.

ARTICLE V LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE VI INITIAL OFFICE AND AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent are:

Maria Elena de la Torre

11200 S.W. 108th Avenue, Miami, Florida 33176

ARTICLE VII INCORPORATORS

The name and address of each incorporator is:

| | |
|-------------------------|---|
| Maria Elena de la Torre | 11200 S.W. 108th Avenue, Miami, Florida 33176 |
| George Herrera | 2181 N.W. 10th Avenue, Miami, Florida 33127 |
| Lidia Mijares | 14222 S.W. 154th Street, Miami, Florida 33177 |

ARTICLE VIII
AFFAIRS OF CORPORATION

SECTION 1. Officers:

The affairs of the Corporation shall be managed by the President of the Association, assisted by one or several Vice-Presidents, the Secretary and the Treasurer, and if any, by the Assistant Secretary and Assistant Treasurer, subject to the directions of the Board.

SECTION 2. Election and Qualification:

The Board shall elect the President, a Vice-President, a Secretary and a Treasurer within (30) days of the annual meeting at which directors are elected and as many other Vice-Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall, from time to time, determine. The terms of the officers shall be one year and will continue until qualified successors are duly elected and have taken office. The President shall be a director, but no other officer need be a director. The same person may hold two offices, the duties of which are not incompatible; provided however, the office of President and a Vice-President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

SECTION 3. First Officers:

The names of the officers who are to serve until the first election of officers by the Board are as follows:

| | |
|----------------------|-------------------------|
| President: | Maria Elena de la Torre |
| Vice President: | George Herrera |
| Treasurer/Secretary: | Lidia Mijares |

SECTION 4. Initial Board:

| | |
|-------------------|---|
| Maria de la Torre | 11200 S.W. 108th Avenue, Miami, Florida 33176 |
| George Herrera | 2181 N.W. 10th Avenue, Miami, Florida 33127 |
| Lidia Mijares | 14266 S.W. 154th Street, Miami, Florida 33177 |
| Diane Buker | 7790 S.W. 127th Street, Miami, Florida 33156 |
| Linda Couch | 15025 S.W. 141 Court, Miami, Florida 33186 |

SECTION 5. By-Laws:

The first By-Laws of the Corporation shall be adopted by the Board of Directors,

and may be altered, amended or rescinded in the manner provided by the By-Laws, or at any annual meeting of the Corporation, or any special meeting duly called for such purpose, upon the vote of the members as provided in the By-Laws, except that the initial By-Laws of the Corporation shall be made and adopted by the first Board.

SECTION 6. Indemnification of Directors and Officers:

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this Corporation, as a director or officer of any other Corporation, from and against any and all claims and liabilities to which such a person shall become subject by reason of his having heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimburse for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willfull misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not include any other right to which he may be lawfully entitled not shall anything herein contained restrict the right of the Corporation to indemnify or reimburse such person in any case even though not specifically herein provided for.

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be effected or invalidate by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other Corporation; any director individually, or any firm of which any directors may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transection of the Corporation, provided that the fact he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the Corporation which is also a director or officer of such other Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other Corporation or not so interested.

SECTION 7. Amendments:

Amendments to these Articles of Incorporation may be proposed by a member of the Corporation. These Articles may be amended at any annual meeting of the Corporation, or at any special meeting duly called and held for such purpose, on the affirmative vote of two-thirds(2/3) of the members existing at the time of such amendment.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 30th day of March, 1998.
Signature(s) of Incorporator(s): _____ Typed name of incorporator signing:

María de la Torre

María de la Torre

CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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.

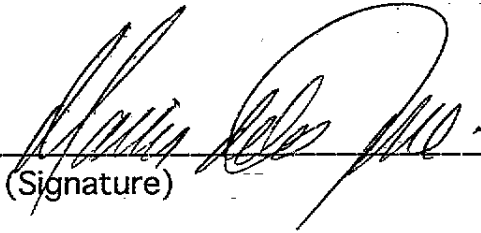
1. The name of the corporation is: UNITED INTERCESSION FOR DADE, INC.

2. The name and address of the registered agent and office is:

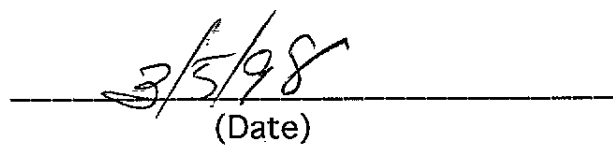
MARIA ELENA DE LA TORRE
11200 S.W. 108TH AVENUE
MIAMI, FLORIDA 33176

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 PM 2:23

Having been named as registered agent and to accept service of process for the above stated 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)