

N98000002904

Dr. Gabriel Nuriel DO

Requestor's Name

7826 Pine Crossing Cr. #

Address

Orlando, FL 32825

City/State/Zip

Phone #

1311

Office Use Only

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

1. T.A.L. Center Jerusalem, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name)

3. _____
(Corporation Name)

4. _____
(Corporation Name)

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☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

AMENDMENTS	
<input type="checkbox"/>	Amendment
<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

~~685-6308~~

~~685-2550~~

FILED
98 MAY 20 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 3.20.98

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1998

DR. GABRIEL NURIEL DO
7826 PINE CROSSING CIRCLE #1311
ORLANDO, FL 32825

SUBJECT: T.A.L CENTER JERUSALEM, INC.
Ref. Number: W98000006308

We have received your document for T.A.L CENTER JERUSALEM, 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.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 698A00015213

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ARTICLES OF INCORPORATION
OF
T.A.L CENTER JERUSALEM, INC.

FILED
98 MAY 20 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapters 607 and 617 Florida Statutes, and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is T.A.L CENTER JERUSALEM, INC.

ARTICLE II - CORPORATE PURPOSE

The object and purpose of the Corporation shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable, religious or educational purposes.

The purpose shall include, but not be limited to:

- 1) To bring the word of God to the nations via radio and or television;
- 2) To publish various printed materials, [i.e.] books, manuals, original art
- 3) To work within various churches to build up the existing church.
- 4) To witness Jesus as Savior to the unsaved.
- 5) To build churches, train leaders and to build other churches.

ARTICLE III - CORPORATE POWERS

In addition to all other corporate powers provided by law, and in furtherance of the objectives described above, but not in limitation thereof, the Corporation shall have the power to:

- (a) Have succession by its corporate name for the period set forth in its Articles of Incorporation;
- (b) 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;
- (c) 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;"
- (d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation;
- (e) Adopt, change, amend and repeal bylaws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the Corporation and the exercise of its corporate powers;
- (f) Increase, by a vote of its members cast as the bylaws may direct, the number of its directors, managers or trustees so that the number shall not be less than three (3) or more than twelve (12) in number;
- (g) 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;
- (h) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by Florida law in any state, territory, district or possession of the United States or any foreign country;
- (i) Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein, wherever situated;

(j) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein;

(k) Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets;

(l) 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 other 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, governmental district, municipality, or of any instrumentality thereof;

(m) 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;

(n) Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes;

(o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized;

(p) Merge and consolidate with other corporations not for profit, domestic or foreign, provided that the surviving corporation is a corporation not for profit; and

(q) Solicit funds, collect tithes, offerings and other income; to receive gifts and bequests and otherwise raise money to fulfill the above-stated purposes.

ARTICLE IV - MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval by the Board of Directors, subject to any admission requirements contained in the Bylaws of the Corporation.

Section 2: Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion for a just cause, or by resignation with thirty (30) days' written notice to the Board of Directors.

ARTICLE V - DURATION

The Corporation shall have perpetual existence.

ARTICLE VI - MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than twelve (12) persons. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

Section 2. The officers of the Corporation shall be a President, one or more Vice-Presidents, and a Secretary Treasurer, or a Secretary and Treasurer. These officers shall be elected and shall hold office in the manner provided in the Bylaws of the Corporation.

ARTICLE VII - INITIAL OFFICERS AND DIRECTORS

The names and street addresses of the officers and directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

President (Director)	----- Daniel Stern (Director)
	P.O.Box 711 Crystal River, FL 34423
Vice-Pres. (Director)	----- Bat-Zion Stern (Director)
	P.O.Box 711 Crystal River, FL 34423
Sec'y Treasurer (Director)	- Dr. Gabriel Nuriel DO
	7826 Pine Crossing Cr. #1311 Orlando, FL 32825
Director	----- Jimmy Sheets
	6465 W. Swallow Lane Homosassa Springs, Florida--34447

BYLAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Bylaws of the Corporation shall be made, altered, or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting at which such Bylaw alteration is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds (2/3) vote of the members of the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the Articles of Incorporation change, has been furnished in writing at least ten (10) days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to Articles of Incorporation of non-profit corporations.

ARTICLE IX - GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers, or members. In addition, no part of the income of the Corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable amount to its members, directors, and officers for services rendered; may confer benefits upon its members in conformity with its purposes.

ARTICLE X - SUBSCRIBERS

The names and street addresses of the subscribers to this Corporation are as follows:

Daniel Stern P.O.Box 711 Crystal River, Fl 34423

Bat-Zion Stern P.O.Box 711 Crystal River, Fl 34423

ARTICLE XI - REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at 6465 W. Swallow Lane Homosassa Springs, Florida—34447 hereby designate and appoint Mr. Sheets the Registered Agent of the Corporation at that address, to accept service of process within this State, to serve in such capacity until her successor is selected and duly designated.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XIII - PROHIBITED ACTIVITIES

The Corporation shall not:

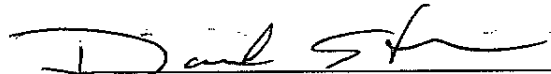
1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, directors, or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office.
4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

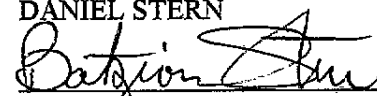
ARTICLE XIV - DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this

17 day of March, 1983.



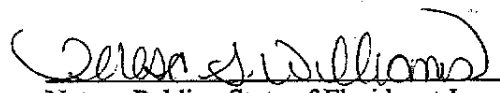
DANIEL STERN (SEAL)


BAT-ZION STERN (SEAL)

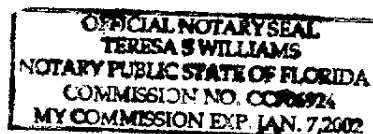
STATE OF FLORIDA
COUNTY OF Citrus

BEFORE ME, the undersigned authority, personally appeared DANIEL STERN AND BAT-ZION STERN, to me well known and well known to me to be the persons described in and who subscribed their names to the foregoing Articles of Incorporation, and who acknowledged before me that they executed the said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the aforesaid
County and State this 17 day of March, 1998



Notary Public, State of Florida, at Large
Teresa S. Williams / personally known
My Commission Expires:



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

FILED

98 MAY 20 AM 11:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES THE FOLLOWING IS
SUBMITTED:

T.A.L CENTER JERUSALEM, INC.,

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF 6465 W. SWALLOW LANE
HOMOSASSA SPRINGS, FLORIDA--34447 IS STATE OF FLORIDA, HAS NAMED MR. JIMMY
SHEETS AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


DANIEL STERN PRESIDENT

DATE 17-3-98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN
THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE


JIMMY SHEETS

DATE

17-3-98