UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 23, 1998

UCC FILING & SEARCH SERVICES, INC. 526 E PARK AVE TALLAHASSEE, FL 32301

SUBJECT: EGLISE DES ADVENTISTES DU RESTE DU 7 E JÓUR, INC.

Ref. Number: W98000014408

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We have received your document for EGLISE DES ADVENTISTES DU RESTE DU 7 E JOUR, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for/the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

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) 487-6915.

Pamela Hall Document Specialist

Letter Number: 898A00034541

## EGLISE ADVENTISTE DU RESTE DU 7e JOUR LEHIGH ACRES, FL.

July 3,1998

Mr. Ben Delpe 10668 Jacatree Court Lehigh Acres, FL. 33936

TO: UCC FILING & SEARCH SERVICES, INC. 526 E PARK AVE. TALAHASSE, FL 32301

The English translation of the name: "EGLISE ADVENTISTE DU RESTE DU 7e JOUR, INC" IS "ADVENTIST REMNANT SEVENTH DAY CHURCH, INC.

# Articlęs of Incorporation of

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Eglise des Adventistes du reste du 7e jour, Inc.

98 JUL -9 PM 12: 00

a Florida Not For Profit Corporation

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

#### Article I

The name of the corporation is Eglise des Adventistes du reste du 7e jour, Inc.

#### Article II

The corporation shall have perpetual duration.

#### Article III

The corporation is a not for profit corporation. The purpose for which the corporation is organized is as follows:

- (a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religious and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for the purpose to operate a church.
- (b) The general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.
- (c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### Article IV

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

#### Article V

The street address of the initial registered office of the corporation is 10668 Jacatree Court, Lehigh Acres, Florida 33936. The name of its initial registered agent at such address is Ben Delpe.

#### Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors shall be elected at the first meeting of the members in the manner set forth in the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

#### Article VII

The name and address of the incorporator is John M. Morgan, 302 Lee Boulevard, Suite 102, Lehigh Acres, Florida 33936.

#### Article VIII

The board of directors shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors.

#### Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

### Article X

The property of this corporation is irrevocably dedicated to religious and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### Article XI

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### Article XII.

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

The undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on May 18, 1998.

John M. Morgan

FILED 18 JUL -9 PM 12: 00

May 22, 1998

To:

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The Department of State Tallahassee, Florida 32304

## Certificate Designating Place Of Business Or Domicile For The Service Of Process Within Florida Naming Agent Upon Whom Process May Be Served

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

Eglise des Adventistes du reste du 7e jour, Inc., with its place of business at 10668 Jacatree Court, Lehigh Acres, Florida 33936 has named Ben Delpe, located at 10668 Jacatree Court, Lehigh Acres, Florida 33936 as its agent to accept service of process within the State of Florida.

Dated the 274 of May, 1998.

oby M. Morgan corporator

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, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated the 22 md. of May, 1998.

Registered Agent